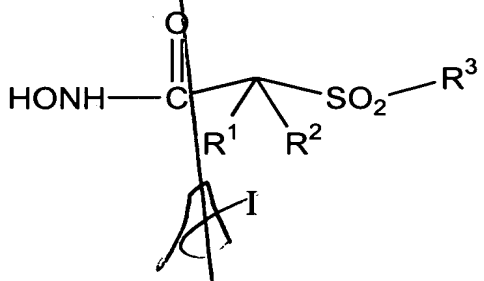
WHAT IS CLAIMED:

1. A process for treating a host mammal having a condition associated with pathological matrix metalloprotease (MMP) activity that comprises administering a metalloprotease inhibitor compound or a pharmaceutically acceptable salt thereof in an effective amount to a mammalian host having such a condition, said metalloprotease inhibitor inhibiting the activity of one or more of MMP-2, MMP-9 and MMP-13, while exhibiting substantially less inhibitory activity against MMP-1, said compound corresponding in structure to formula (I), below



(I)

wherein

R^1 and R^2 are both hydrido or R^1 and R^2 together with the atoms to which they are bonded form a 5- to 8-membered ring containing one, two or three heteroatoms in the ring that are oxygen, sulfur or nitrogen;

R^3 is an optionally substituted aryl or optionally substituted heteroaryl radical, and when said aryl or heteroaryl radical is substituted, the substituent is (a) selected from the group consisting of an optionally substituted cycloalkyl, heterocycloalkyl, aryl, heteroaryl, aralkyl, heteroaralkyl, aralkoxy, heteroaralkoxy, aralkoxyalkyl, aryloxyalkyl, aralkanoylalkyl,

arylcarbonylalkyl, aralkylaryl, aryloxyalkylaryl, aralkoxyaryl, arylazoaryl, arylhydrazinoaryl, alkylthioaryl, arylthioalkyl, alkylthioaralkyl, aralkylthioalkyl, an aralkylthioaryl radical, the sulfoxide or sulfone of any of the thio substituents, and a fused ring structure comprising two or more 5- or 6-membered rings selected from the group consisting of aryl, heteroaryl, cycloalkyl and heterocycloalkyl, and (b) is itself optionally substituted with one or more substituents independently selected from the group consisting of a cyano, perfluoroalkyl, trifluoromethoxy, trifluoromethylthio, haloalkyl, trifluoromethylalkyl, aralkoxycarbonyl, aryloxycarbonyl, hydroxy, halo, alkyl, alkoxy, nitro, thiol, hydroxycarbonyl, aryloxy, arylthio, aralkyl, aryl, arylcarbonylamino, heteroaryloxy, heteroarylthio, heteroaralkyl, cycloalkyl, heterocyclooxy, heterocyclothio, heterocycloamino, cycloalkyloxy, cycloalkylthio, heteroaralkoxy, heteroaralkylthio, aralkoxy, aralkylthio, aralkylamino, heterocyclo, heteroaryl, arylazo, hydroxycarbonylalkoxy, alkoxycarbonylalkoxy, alkanoyl, arylcarbonyl, aralkanoyl, alkanoyloxy, aralkanoyloxy, hydroxyalkyl, hydroxyalkoxy, alkylthio, alkoxyalkylthio, alkoxycarbonyl, aryloxyalkoxyaryl, arylthioalkylthioaryl, aryloxyalkylthioaryl, arylthioalkoxyaryl, hydroxycarbonylalkoxy, hydroxycarbonylalkylthio, alkoxycarbonylalkoxy, alkoxycarbonylalkylthio, amino,

wherein the amino nitrogen is (i) unsubstituted, or (ii) substituted with one or two substituents that are independently selected from the group consisting of an alkyl, aryl, heteroaryl,

aralkyl, cycloalkyl, aralkoxycarbonyl, alkoxycarbonyl, arylcarbonyl, aralkanoyl, heteroarylcarbonyl, heteroaralkanoyl and an alkanoyl group, or (iii) wherein the amino nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring containing zero to two additional heteroatoms that are nitrogen, oxygen or sulfur and which ring itself is (a) unsubstituted or (b) substituted with one or two groups independently selected from the group consisting of an aryl, alkyl, heteroaryl, aralkyl, heteroaralkyl, hydroxy, alkoxy, alkanoyl, cycloalkyl, heterocycloalkyl, alkoxycarbonyl, hydroxyalkyl, trifluoromethyl, benzofused heterocycloalkyl, hydroxyalkoxyalkyl, aralkoxycarbonyl, hydroxycarbonyl, aryloxycarbonyl, benzofused heterocycloalkoxy, benzofused cycloalkylcarbonyl, heterocyclo-alkylcarbonyl, and a cycloalkylcarbonyl group, carbonylamino

wherein the carbonylamino nitrogen is (i) unsubstituted, or (ii) is the reacted amine of an amino acid, or (iii) substituted with one or two radicals selected from the group consisting of an alkyl, hydroxyalkyl, hydroxyheteroaralkyl, cycloalkyl, aralkyl, trifluoromethylalkyl, heterocycloalkyl, benzofused heterocycloalkyl, benzofused heterocycloalkyl, benzofused cycloalkyl, and an N,N-dialkylsubstituted alkylamino-alkyl group, or (iv) the carboxamido nitrogen and two substituents bonded thereto together form a 5- to 8-membered heterocyclo,

heteroaryl or benzofused heterocycloalkyl ring that is itself unsubstituted or substituted with one or two radicals independently selected from the group consisting of an alkyl, alkoxycarbonyl, nitro, heterocycloalkyl, hydroxy, hydroxycarbonyl, aryl, aralkyl, heteroaralkyl and an amino group,

wherein the amino nitrogen is (i) unsubstituted, or (ii) substituted with one or two substituents that are independently selected from the group consisting of alkyl, aryl, and heteroaryl, or (iii) wherein the amino nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring, and an aminoalkyl group

wherein the aminoalkyl nitrogen is (i) unsubstituted, or (ii) substituted with one or two substituents independently selected from the group consisting of an alkyl, aryl, aralkyl, cycloalkyl, aralkoxycarbonyl, alkoxycarbonyl, and an alkanoyl group, or (iii) wherein the aminoalkyl nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring.

2. The process according to claim 1 wherein R^1 and R^2 together with the atoms to which they are bonded form a 5- to 8-membered ring containing one, two or three heteroatoms in the ring that are oxygen, sulfur or nitrogen;

3. The process according to claim 2 wherein R^3 is a single-ringed aryl or heteroaryl group that is 5- or 6-membered, and is itself substituted at its own 4-position when a 6-membered ring or at its own 3- or 4-position when a 5-membered ring with a substituent selected from the group consisting of one other single-ringed aryl or heteroaryl group, a C_3-C_{14} alkyl group, a N-piperidyl group, a N-piperazinyl group, a phenoxy group, a thiophenoxy group, a 4-thiopyridyl group, a phenylazo group and a benzamido group.

4. The process according to claim 3 wherein R^3 contains two or more 5- or 6-membered rings.

5. The process according to claim 3 wherein R^3, when rotated about an axis drawn through the SO_2-bonded 1-position and the substituent-bonded 4-position of a 6-membered ring or the SO_2-bonded 1-position and substituent-bonded 3- or 4-position of a 5-membered ring, defines a three-dimensional volume whose widest dimension has the width in a direction transverse to that axis to rotation of about one furanyl ring to about two phenyl rings.

6. The process according to claim 3 wherein R^3 has a length that is greater than that of a pentyl group and a length that is less than that of an icosyl group.

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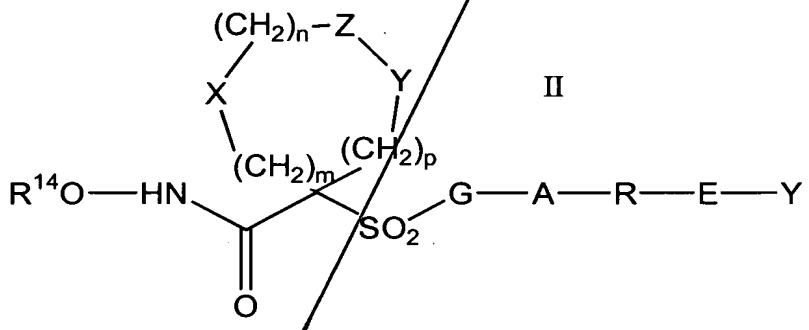
~~7. A process for treating a host mammal~~ having a condition associated with pathological matrix metalloprotease (MMP) activity that comprises administering a metalloprotease inhibitor compound or a pharmaceutically acceptable salt thereof in an effective amount to a mammalian host having such a condition, said metalloprotease inhibitor inhibiting the activity of one or more of MMP-2, MMP-9 and MMP-13, while exhibiting substantially less inhibitory activity against MMP-1, said compound corresponding in structure to formula II, below



II

wherein

R^{14} is hydrido, a pharmaceutically acceptable cation or $C(W)R^{15}$ where W is O or S and R^{15} is selected from the group consisting of a C_1-C_6-alkyl, aryl, C_1-C_6-alkoxy, heteroaryl-C_1-C_6-alkyl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, aryloxy, ar-C_1-C_6-alkoxy, ar-C_1-C_6-alkyl, heteroaryl and amino C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two substituents independently selected from the group consisting of an C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl,

C_3-C_8-cycloalkyl-C_1-C_6-alkyl, ar-C_1-C_6-alkoxycarbonyl, C_1-C_6-alkoxycarbonyl, and C_1-C_6-alkanoyl radical, or (iii) wherein the amino C_1-C_6-alkyl nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring;

m is zero, 1 or 2;

n is zero, 1 or 2;

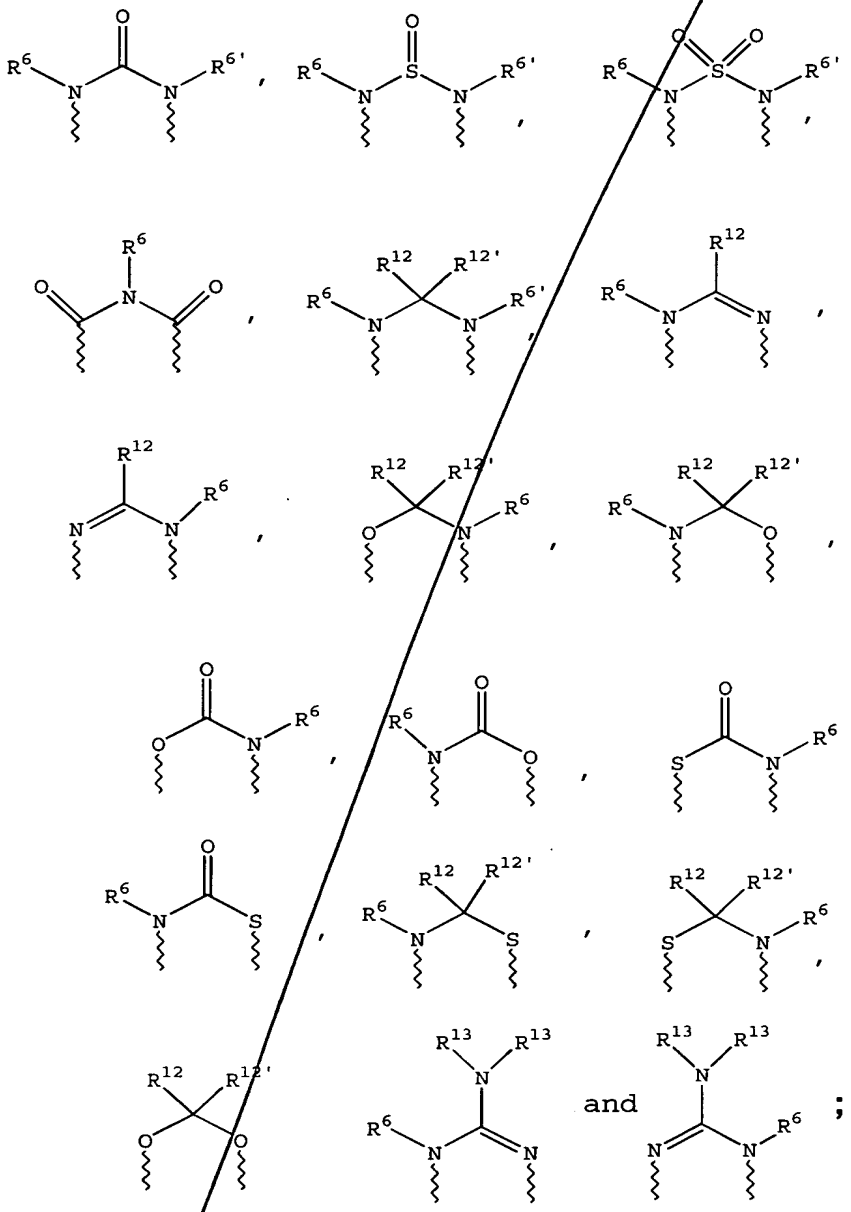
p is zero, 1 or 2;

the sum of m + n + p = 1, 2, 3 or 4;

(a) one of X, Y and Z is selected from the group consisting of C(O), NR^6, O, S, S(O), $S(O)_2$ and $NS(O)_2R^7$, and the remaining two of X, Y and Z are CR^8R^9, and $CR^{10}R^{11}$, or

(b) X and Z or Z and Y together constitute a moiety that is selected from the group consisting of $NR^6C(O)$, $NR^6S(O)$, $NR^6S(O)_2$, NR^6S, NR^6O, SS, NR^6NR^6 and OC(O), with the remaining one of X, Y and Z being CR^8R^9, or

(c) n is zero and X, Y and Z together constitute a moiety selected from the group consisting of



wherein wavy lines are bonds to the atoms of the depicted ring;

R^6 and $R^{6'}$ are independently selected from the group consisting of hydrido, formyl, sulfonic-C_1-C_6-alkyl, C_1-C_6-alkoxycarbonyl-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, C_1-C_6-alkylcarbonyl-C_1-C_6-alkyl, R^8R^9-aminocarbonyl-C_1-C_6-alkyl, C_1-C_6-

alkoxycarbonyl-C_1-C_6-alkylcarbonyl, hydroxycarbonyl-C_1-C_6-alkylcarbonyl, C_1-C_6-alkylcarbonyl-C_1-C_6-alkylcarbonyl, C_1-C_6-alkoxycarbonylcarbonyl, hydroxycarbonylcarbonyl, C_1-C_6-alkylcarbonylcarbonyl, R^8R^9-aminocarbonylcarbonyl, C_1-C_6-alkanoyl, aryl-C_1-C_6-alkyl, aroyl, bis(C_1-C_6-alkoxy-C_1-C_6-alkyl)-C_1-C_6-alkyl, C_1-C_6-alkyl, C_1-C_6-haloalkyl, C_1-C_6-perfluoroalkyl, C_1-C_6-trifluoromethylalkyl, C_1-C_6-perfluoroalkoxy-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, C_3-C_6-cycloalkyl, heteroarycarbonyl, heterocyclocarbonyl, C_3-C_8-heterocycloalkyl, C_3-C_8-heterocycloalkylcarbonyl, aryl, C_5-C_6-heterocyclo, C_5-C_6-heteroaryl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, heteroaryl-C_1-C_6-alkoxy-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, arylsulfonyl, C_1-C_6-alkylsulfonyl, C_5-C_6-heteroarylsulfonyl, carboxy-C_1-C_6-alkyl, C_1-C_4-alkoxycarbonyl-C_1-C_6-alkyl, aminocarbonyl, C_1-C_6-alkyl(R^8N)iminocarbonyl, aryl(R^8N)iminocarbonyl, C_5-C_6-heterocyclo(R^8N)iminocarbonyl, arylthio-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, arylthio-C_3-C_6-alkenyl, C_1-C_4-alkylthio-C_3-C_6-alkenyl, C_5-C_6-heteroaryl-C_1-C_6-alkyl, halo-C_1-C_6-alkanoyl, hydroxy-C_1-C_6-alkanoyl, thiol-C_1-C_6-alkanoyl, C_3-C_6-alkenyl, C_3-C_6-alkynyl, C_1-C_4-alkoxy-C_1-C_4-alkyl, C_1-C_5-alkoxycarbonyl, aryloxycarbonyl, NR^8R^9-(R^8)iminomethyl, NR^8R^9-C_1-C_5-alkylcarbonyl, hydroxy-

C_1-C_5-alkyl, R^8R^9-aminocarbonyl, R^8R^9-aminocarbonyl-C_1-C_6-alkylcarbonyl, hydroxyaminocarbonyl, R^8R^9-aminosulfonyl, R^8R^9-aminosulfon-C_1-C_6-alkyl, R^8R^9-amino-C_1-C_6-alkylsulfonyl and an R^8R^9-amino-C_1-C_6-alkyl group;

R^7 is selected from the group consisting of a arylalkyl, aryl, heteroaryl, heterocyclo, C_1-C_6-alkyl, C_3-C_6-alkynyl, C_3-C_6-alkenyl, C_1-C_6-carboxyalkyl and a C_1-C_6-hydroxyalkyl group;

R^8 and R^9 and R^{10} and R^{11} are independently selected from the group consisting of a hydrido, hydroxy, C_1-C_6-alkyl, C_1-C_6-alkanoyl, aroyl, aryl, ar-C_1-C_6-alkyl, heteroaryl, heteroar-C_1-C_6-alkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl, thiol-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, cycloalkyl, cycloalkyl-C_1-C_6-alkyl, heterocycloalkyl-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, aralkoxy-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkoxy-C_1-C_6-alkyl, hydroxy-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, hydroxycarbonylar-C_1-C_6-alkyl, aminocarbonyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, arylthio-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, the sulfoxide or sulfone of any said thio substituents, perfluoro-C_1-C_6-alkyl, trifluoromethyl-C_1-C_6-alkyl, halo-C_1-C_6-alkyl, alkoxycarbonylamino-C_1-C_6-alkyl and an amino-C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two

radicals independently selected from the group consisting of C_1-C_6-alkyl, ar-C_1-C_6-alkyl, cycloalkyl and C_1-C_6-alkanoyl, or wherein R^8 and R^9 or R^{10} and R^{11} and the carbon to which they are bonded form a carbonyl group, or wherein R^8 and R^9 or R^{10} and R^{11}, or R^8 and R^{10} together with the atoms to which they are bonded form a 5- to 8-membered carbocyclic ring, or a 5- to 8-membered heterocyclic or heteroaryl ring containing one or two heteroatoms that are nitrogen, oxygen, or sulfur, with the proviso that only one of R^8 and R^9 or R^{10} and R^{11} is hydroxy;

R^{12} and $R^{12'}$ are independently selected from the group consisting of a hydrido, C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl, heteroaryl, heteroaralkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl, thiol-C_1-C_6-alkyl, cycloalkyl, cycloalkyl-C_1-C_6-alkyl, heterocycloalkyl-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, amino-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkoxy-C_1-C_6-alkyl, hydroxy-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, hydroxycarbonylar-C_1-C_6-alkyl, aminocarbonyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, arylthio-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, the sulfoxide or sulfone of any said thio substituents, perfluoro-C_1-C_6-alkyl, trifluoromethyl-C_1-C_6-alkyl, halo-C_1-C_6-alkyl, alkoxycarbonylamino-C_1-C_6-alkyl and an amino-C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii)

substituted with one or two radicals independently selected from the group consisting of C_1-C_6-alkyl, ar-C_1-C_6-alkyl, cycloalkyl and C_1-C_6-alkanoyl;

R^{13} is selected from the group consisting of a hydrido, benzyl, phenyl, C_1-C_6-alkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl and a C_1-C_6-hydroxyalkyl group; and

G-A-R-E-Y is a substituent that has a length greater than that of a pentyl group has a length that is less than that of an icosyl group wherein

G is an aryl or heteroaryl group;

A is selected from the group consisting of

(1) -O-;

(2) -S-;

(3) $-NR^{17}-$;

(4) $-CO-N(R^{17})$ or $-N(R^{17})-CO-$, wherein R^{17} is hydrogen, C_1-C_4-alkyl, or phenyl;

(5) -CO-O- or -O-CO-;

(6) -O-CO-O-;

(7) -HC=CH-;

(8) -NH-CO-NH-;

(9) -C≡C-;

(10) -NH-CO-O- or -O-CO-NH-;

(11) -N=N-;

(12) -NH-NH-; and

(13) $-CS-N(R^{18})-$ or $-N(R^{18})-CS-$, wherein R^{18} is hydrogen C_1-C_4-alkyl, or phenyl; or

(14) A is absent and G is bonded directly to R;

R is a moiety selected from the group consisting of alkyl, alkoxyalkyl, aryl, heteroaryl, cycloalkyl, heterocycloalkyl, aralkyl, heteroaralkyl, heterocycloalkylalkyl, cycloalkylalkyl, cycloalkoxyalkyl, heterocycloalkoxyalkyl, aryloxyalkyl, heteroaryloxyalkyl, arylthioalkyl, heteroarylthioalkyl, cycloalkylthioalkyl, and a heterocycloalkylthioalkyl group wherein the aryl or heteroaryl or cycloalkyl or heterocycloalkyl substituent is (i) unsubstituted or (ii) substituted with one or two radicals selected from the group consisting of a halo, alkyl, perfluoroalkyl, perfluoroalkoxy, perfluoroalkylthio, trifluoromethylalkyl, amino, alkoxycarbonylalkyl, alkoxy, C_1-C_2-alkylene-dioxy, hydroxycarbonylalkyl, hydroxycarbonylalkylamino, nitro, hydroxy, hydroxyalkyl, alkanoylamino, and a alkoxycarbonyl group, and R is other than alkyl or alkoxyalkyl when A is -O- or -S-;

E is selected from the group consisting of

(1) $-CO(R^{19})-$ or $-(R^{19})CO-$, wherein R^{19} is a heterocycloalkyl, or a cycloalkyl group;

(2) -CONH- or -HNCO-; and

(3) -CO-;

(4) $-SO_2-R^{19}-$ or $-R^{19}-SO_2-$;

(5) $-SO_2-$;

(6) $-NH-SO_2-$ or $-SO_2-NH-$; or

(7) E is absent and R is bonded directly to Y; and

Y is absent or is selected from the group consisting of a hydrido, alkyl, alkoxy, haloalkyl, aryl, aralkyl, cycloalkyl, heteroaryl, hydroxy, aryloxy, aralkoxy, heteroaryloxy, heteroaralkyl, perfluoroalkoxy, perfluoroalkylthio, trifluoromethylalkyl, alkenyl, heterocycloalkyl, cycloalkyl, trifluoromethyl, alkoxycarbonyl, and a aminoalkyl group, wherein the aryl or heteroaryl or heterocycloalkyl group is (i) unsubstituted or (ii) substituted with one or two radicals independently selected from the group consisting of an alkanoyl, halo, nitro, aralkyl, aryl, alkoxy, and an amino group wherein the amino nitrogen is (i) unsubstituted or (ii) substituted with one or two groups independently selected from hydrido, alkyl, and an aralkyl group.

~~8. The process according to claim~~ 7 wherein said -G-A-R-E-Y substituent contains two to four carbocyclic or heterocyclic rings.

9. The process according to claim 8 wherein each of the two to four rings is 6-membered.

10. The process according to claim 7 wherein said -G-A-R-E-Y substituent has a length that is greater than a hexyl group and a length that is less than that of a stearyl group.

11. The process according to claim 7 wherein A is -O- or -S-.

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~~12. The process according to claim~~ 7 wherein R ~~is~~ an aryl, heteroaryl, cycloalkyl or ~~heterocycloalkyl group~~.

13. The process according to claim 7 wherein E is absent.

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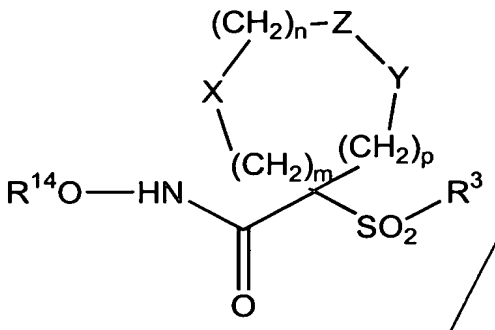
~~14. The process according to claim 7~~ wherein Y is selected from the group consisting of hydrido, an alkyl, alkoxy, perfluoroalkoxy and a perfluoroalkylthio group.

15. A process for treating a host mammal having a condition associated with pathological matrix metalloprotease (MMP) activity that comprises administering a metalloprotease inhibitor compound or a pharmaceutically acceptable salt thereof in an effective amount to a mammalian host having such a condition, said metalloprotease inhibitor inhibiting the activity of one or more of MMP-2, MMP-9 and MMP-13, while exhibiting substantially less inhibitory activity against MMP-1, said compound corresponding in structure to formula III, below



III

wherein

R^3 is a single-ringed aryl or heteroaryl group that is 5- or 6-membered, and is itself substituted at its own 4-position when a 6-membered ring and at its own 3- or 4-position when a 5-membered ring with a substituent selected from the group consisting of a thiophenoxy, 4-chloro-phenoxy, 3-chlorophenoxy, 4-methoxyphenoxy, 3-benzodioxol-5-yloxy, 3,4-dimethylphenoxy, 4-fluorophenoxy, 4-fluorothiophenoxy, phenoxy, 4-trifluoro-methoxyphenoxy, 4-trifluoromethylphenoxy, 4-(trifluoromethylthio)phenoxy, 4-(trifluoromethyl-thio)thiophenoxy, 4-chloro-3-fluorophenoxy, 4-isopropoxyphenoxy, 4-isopropylphenoxy, (2-methyl-1,3-benzothiazol-5-yl)oxy, 4-(1H-imidazol-1-yl)phenoxy, 4-chloro-3-methylphenoxy, 3-methyl-phenoxy, 4-ethoxyphenoxy, 3,4-difluorophenoxy, 4-chloro-3-methylphenoxy, 4-fluoro-3-chlorophenoxy, 4-(1H-1,2,4-triazol-1-yl)phenoxy, 3,5-difluorophenoxy, 3,4-dichlorophenoxy, 4-cyclopentylphenoxy, 4-bromo-3-methylphenoxy, 4-bromophenoxy, 4-methylthiophenoxy, 4-phenylphenoxy, 4-benzylphenoxy, 6-quinolinyloxy, 4-amino-3-methylphenoxy, 3-methoxyphenoxy, 5,6,7,8-tetrahydro-2-naphthalenyloxy, 3-hydroxymethylphenoxy, and a 4-benzyloxyphenoxy group;

R^{14} is hydrido, a pharmaceutically acceptable cation or $C(W)R^{15}$ where W is O or S and R^{15} is selected from the group consisting of a C_1-C_6-alkyl, aryl, C_1-C_6-alkoxy, heteroaryl-C_1-C_6-alkyl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, aryloxy, ar-C_1-C_6-alkoxy, ar-C_1-C_6-alkyl, heteroaryl and amino C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two substituents independently selected from the group consisting of an C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, ar-C_1-C_6-alkoxycarbonyl, C_1-C_6-alkoxycarbonyl, and C_1-C_6-alkanoyl radical, or (iii) wherein the amino C_1-C_6-alkyl nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring;

m is zero, 1 or 2;

n is zero, 1 or 2;

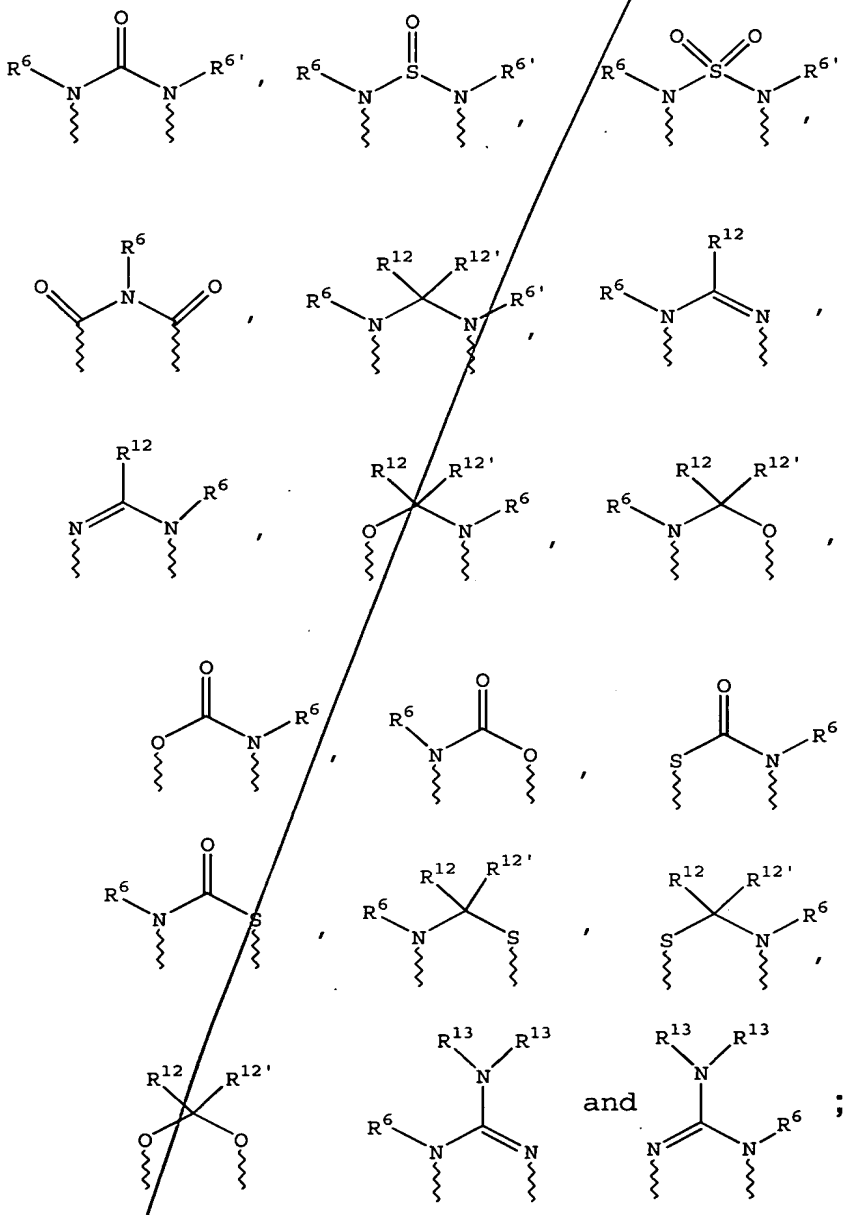
p is zero, 1 or 2;

the sum of m + n + p = 1, 2, 3 or 4;

(a) one of X, Y and Z is selected from the group consisting of C(O), NR^6, O, S, S(O), $S(O)_2$ and $NS(O)_2R^7$, and the remaining two of X, Y and Z are CR^8R^9, and $CR^{10}R^{11}$, or

(b) X and Z or Z and Y together constitute a moiety that is selected from the group consisting of $NR^6C(O)$, $NR^6S(O)$, $NR^6S(O)_2$, NR^6S, NR^6O, SS, NR^6NR^6 and OC(O), with the remaining one of X, Y and Z being CR^8R^9, or

(c) n is zero and X, Y and Z together constitute a moiety selected from the group consisting of



wherein wavy lines are bonds to the atoms of the depicted ring;

R^6 and $R^{6'}$ are independently selected from the group consisting of hydrido, formyl, sulfonic-C_1-C_6-alkyl, C_1-C_6-alkoxycarbonyl-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, C_1-C_6-alkylcarbonyl-C_1-C_6-alkyl, R^8R^9-aminocarbonyl-C_1-C_6-alkyl, C_1-C_6-alkoxycarbonyl-C_1-C_6-alkylcarbonyl, hydroxycarbonyl-C_1-C_6-alkylcarbonyl, C_1-C_6-alkylcarbonyl-C_1-C_6-alkylcarbonyl, C_1-C_6-alkoxycarbonylcarbonyl, hydroxycarbonylcarbonyl, C_1-C_6-alkylcarbonylcarbonyl, R^8R^9-aminocarbonylcarbonyl, C_1-C_6-alkanoyl, aryl-C_1-C_6-alkyl, aroyl, bis(C_1-C_6-alkoxy-C_1-C_6-alkyl)-C_1-C_6-alkyl, C_1-C_6-alkyl, C_1-C_6-haloalkyl, C_1-C_6-perfluoroalkyl, C_1-C_6-trifluoromethylalkyl, C_1-C_6-perfluoroalkoxy-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, C_3-C_6-cycloalkyl, heteroarycarbonyl, heterocyclocarbonyl, C_3-C_8-heterocycloalkyl, C_3-C_8-heterocycloalkylcarbonyl, aryl, C_5-C_6-heterocyclo, C_5-C_6-heteroaryl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, heteroaryl-C_1-C_6-alkoxy-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, arylsulfonyl, C_1-C_6-alkylsulfonyl, C_5-C_6-heteroarylsulfonyl, carboxy-C_1-C_6-alkyl, C_1-C_4-alkoxycarbonyl-C_1-C_6-alkyl, aminocarbonyl, C_1-C_6-alkyl(R^8N)iminocarbonyl, aryl(R^8N)iminocarbonyl, C_5-C_6-heterocyclo(R^8N)iminocarbonyl, arylthio-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, arylthio-C_3-C_6-alkenyl, C_1-C_4-alkylthio-C_3-C_6-alkenyl, C_5-C_6-

heteroaryl-C_1-C_6-alkyl, halo-C_1-C_6-alkanoyl, hydroxy-C_1-C_6-alkanoyl, thiol-C_1-C_6-alkanoyl, C_3-C_6-alkenyl, C_3-C_6-alkynyl, C_1-C_4-alkoxy-C_1-C_4-alkyl, C_1-C_5-alkoxycarbonyl, aryloxycarbonyl, NR^8R^9-(R^8)iminomethyl, NR^8R^9-C_1-C_5-alkylcarbonyl, hydroxy-C_1-C_5-alkyl, R^8R^9-aminocarbonyl, R^8R^9-aminocarbonyl-C_1-C_6-alkylcarbonyl, hydroxyaminocarbonyl, R^8R^9-aminosulfonyl, R^8R^9-aminosulfon-C_1-C_6-alkyl, R^8R^9-amino-C_1-C_6-alkylsulfonyl and an R^8R^9-amino-C_1-C_6-alkyl group;

R^7 is selected from the group consisting of a arylalkyl, aryl, heteroaryl, heterocyclo, C_1-C_6-alkyl, C_3-C_6-alkynyl, C_3-C_6-alkenyl, C_1-C_6-carboxyalkyl and a C_1-C_6-hydroxyalkyl group;

R^8 and R^9 and R^{10} and R^{11} are independently selected from the group consisting of a hydrido, hydroxy, C_1-C_6-alkyl, C_1-C_6-alkanoyl, aroyl, aryl, ar-C_1-C_6-alkyl, heteroaryl, heteroar-C_1-C_6-alkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl, thiol-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, cycloalkyl, cycloalkyl-C_1-C_6-alkyl, heterocycloalkyl-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, aralkoxy-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkoxy-C_1-C_6-alkyl, hydroxy-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, hydroxycarbonylar-C_1-C_6-alkyl, aminocarbonyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, arylthio-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, the sulfoxide or

sulfone of any said thio substituents, perfluoro-C_1-C_6-alkyl, trifluoromethyl-C_1-C_6-alkyl, halo-C_1-C_6-alkyl, alkoxycarbonylamino-C_1-C_6-alkyl and an amino-C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two radicals independently selected from the group consisting of C_1-C_6-alkyl, ar-C_1-C_6-alkyl, cycloalkyl and C_1-C_6-alkanoyl, or wherein R^8 and R^9 or R^{10} and R^{11} and the carbon to which they are bonded form a carbonyl group, or wherein R^8 and R^9 or R^{10} and R^{11}, or R^8 and R^{10} together with the atoms to which they are bonded form a 5- to 8-membered carbocyclic ring, or a 5- to 8-membered heterocyclic or heteroaryl ring containing one or two heteroatoms that are nitrogen, oxygen, or sulfur, with the proviso that only one of R^8 and R^9 or R^{10} and R^{11} is hydroxy;

R^{12} and $R^{12'}$ are independently selected from the group consisting of a hydrido, C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl, heteroaryl, heteroaralkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl, thiol-C_1-C_6-alkyl, cycloalkyl, cycloalkyl-C_1-C_6-alkyl, heterocycloalkyl-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, amino-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkoxy-C_1-C_6-alkyl, hydroxy-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, hydroxycarbonylar-C_1-C_6-alkyl, aminocarbonyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, arylthio-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-

alkyl, the sulfoxide or sulfone of any said thio substituents, perfluoro-C_1-C_6-alkyl, trifluoromethyl-C_1-C_6-alkyl, halo-C_1-C_6-alkyl, alkoxycarbonylamino-C_1-C_6-alkyl and an amino-C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two radicals independently selected from the group consisting of C_1-C_6-alkyl, ar-C_1-C_6-alkyl, cycloalkyl and C_1-C_6-alkanoyl; and

R^{13} is selected from the group consisting of a hydrido, benzyl, phenyl, C_1-C_6-alkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl and a C_1-C_6-hydroxyalkyl group.

16. The process according to claim 15 ~~wherein the sum of m + n + p = 1 or 2~~.

17. The process according to claim 15 wherein Z is O, S or NR^6.

18. The process according to claim 15 wherein R^6 is selected from the group consisting of C_3-C_6-cycloalkyl, C_1-C_6-alkyl, C_3-C_6-alkenyl, C_3-C_6-alkynyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, amino-C_1-C_6-alkyl, aminosulfonyl, heteroaryl-C_1-C_6-alkyl, aryloxycarbonyl, and C_1-C_6-alkoxycarbonyl.

19. The process according to claim 15 wherein m = n = zero, p= 1, and Y is NR^6.

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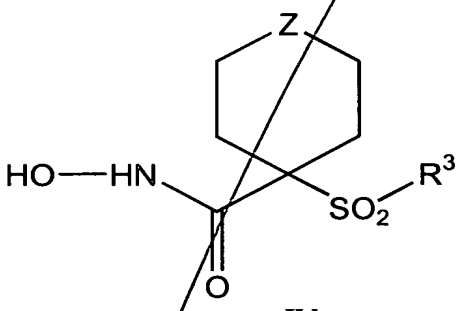
~~20. A process for treating a host mammal~~ having a condition associated with pathological matrix metalloprotease (MMP) activity that comprises administering a metalloprotease inhibitor compound or a pharmaceutically acceptable salt thereof in an effective amount to a mammalian host having such a condition, said metalloprotease inhibitor inhibiting the activity of one or more of MMP-2, MMP-9 and MMP-13, while exhibiting substantially less inhibitory activity against MMP-1, said compound corresponding in structure to formula IV, below



IV

wherein R^3 is an optionally substituted aryl or optionally substituted heteroaryl radical, and when said aryl or heteroaryl radical is substituted, the substituent is (a) selected from the group consisting of an optionally substituted cycloalkyl, heterocycloalkyl, aryl, heteroaryl, aralkyl, heteroaralkyl, aralkoxy, heteroaralkoxy, aralkoxyalkyl, aryloxyalkyl, aralkanoylalkyl, arylcarbonylalkyl, aralkylaryl, aryloxyalkylaryl, aralkoxyaryl, arylazoaryl, arylhydrazinoaryl, alkylthioaryl, arylthioalkyl, alkylthioaralkyl, aralkylthioalkyl, an aralkylthioaryl radical, the sulfoxide or sulfone of any of the thio substituents, and a fused ring structure comprising two or more 5-

or 6-membered rings selected from the group consisting of aryl, heteroaryl, cycloalkyl and heterocycloalkyl, and (b) is itself optionally substituted with one or more substituents independently selected from the group consisting of a cyano, perfluoroalkyl, trifluoromethoxy, trifluoromethylthio, haloalkyl, trifluoromethylalkyl, aralkoxycarbonyl, aryloxycarbonyl, hydroxy, halo, alkyl, alkoxy, nitro, thiol, hydroxycarbonyl, aryloxy, arylthio, aralkyl, aryl, arylcarbonylamino, heteroaryloxy, heteroarylthio, heteroaralkyl, cycloalkyl, heterocyclooxy, heterocyclothio, heterocycloamino, cycloalkyloxy, cycloalkylthio, heteroaralkoxy, heteroaralkylthio, aralkoxy, aralkylthio, aralkylamino, heterocyclo, heteroaryl, arylazo, hydroxycarbonylalkoxy, alkoxycarbonylalkoxy, alkanoyl, arylcarbonyl, aralkanoyl, alkanoyloxy, aralkanoyloxy, hydroxyalkyl, hydroxyalkoxy, alkylthio, alkoxyalkylthio, alkoxycarbonyl, aryloxyalkoxyaryl, arylthioalkylthioaryl, aryloxyalkylthioaryl, arylthioalkoxyaryl, hydroxycarbonylalkoxy, hydroxycarbonylalkylthio, alkoxycarbonylalkoxy, alkoxycarbonylalkylthio, amino, wherein the amino nitrogen is (i) unsubstituted, or (ii) substituted with one or two substituents that are independently selected from the group consisting of an alkyl, aryl, heteroaryl, aralkyl, cycloalkyl, aralkoxycarbonyl, alkoxycarbonyl, arylcarbonyl, aralkanoyl, heteroarylcarbonyl, heteroaralkanoyl and an alkanoyl group, or (iii) wherein the amino nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or

heteroaryl ring containing zero to two additional heteroatoms that are nitrogen, oxygen or sulfur and which ring itself is (a) unsubstituted or (b) substituted with one or two groups independently selected from the group consisting of an aryl, alkyl, heteroaryl, aralkyl, heteroaralkyl, hydroxy, alkoxy, alkanoyl, cycloalkyl, heterocycloalkyl, alkoxycarbonyl, hydroxyalkyl, trifluoromethyl, benzofused heterocycloalkyl, hydroxyalkoxyalkyl, aralkoxycarbonyl, hydroxycarbonyl, aryloxycarbonyl, benzofused heterocycloalkoxy, benzofused cycloalkylcarbonyl, heterocyclo-alkylcarbonyl, and a cycloalkylcarbonyl group, carbonylamino

wherein the carbonylamino nitrogen is (i) unsubstituted, or (ii) is the reacted amine of an amino acid, or (iii) substituted with one or two radicals selected from the group consisting of an alkyl, hydroxyalkyl, hydroxyheteroaralkyl, cycloalkyl, aralkyl, trifluoromethylalkyl, heterocycloalkyl, benzofused heterocycloalkyl, benzofused heterocycloalkyl, benzofused cycloalkyl, and an N,N-dialkylsubstituted alkylamino-alkyl group, or (iv) the carboxamido nitrogen and two substituents bonded thereto together form a 5- to 8-membered heterocyclo, heteroaryl or benzofused heterocycloalkyl ring that is itself unsubstituted or substituted with one or two radicals independently selected from the group consisting of an alkyl, alkoxycarbonyl, nitro, heterocycloalkyl,

hydroxy, hydroxycarbonyl, aryl, aralkyl, heteroaralkyl and an amino group,

wherein the amino nitrogen is (i) unsubstituted, or (ii) substituted with one or two substituents that are independently selected from the group consisting of alkyl, aryl, and heteroaryl, or (iii) wherein the amino nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring, and an aminoalkyl group

wherein the aminoalkyl nitrogen is (i) unsubstituted, or (ii) substituted with one or two substituents independently selected from the group consisting of an alkyl, aryl, aralkyl, cycloalkyl, aralkoxycarbonyl, alkoxycarbonyl, and an alkanoyl group, or (iii) wherein the aminoalkyl nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring; and

Z is selected group the group consisting of O, S, NR^6, SO, SO_2, and NSO_2R^7,

wherein R^6 is selected from the group consisting of hydrido, C_1-C_5-alkyl, C_1-C_5-alkanoyl, benzyl, benzoyl, C_3-C_5-alkynyl, C_3-C_5-alkenyl, C_1-C_3-alkoxy-C_1-C_4-alkyl, C_3-C_6-cycloalkyl, heteroaryl-C_1-C_6-alkyl, C_1-C_5-hydroxyalkyl, C_1-C_5-carboxyalkyl, C_1-C_5-alkoxy C_1-C_5-alkylcarbonyl, and NR^8R^9-C_1-C_5-alkylcarbonyl or NR^8R^9-C_1-C_5-alkyl wherein R^8 and R^9 are independently hydrido, C_1-C_5-alkyl, C_1-C_5-

alkoxycarbonyl or aryl-C_1-C_5-alkoxycarbonyl, or NR^8R^9 together form a heterocyclic ring containing 5- to 8-atoms in the ring; and

R^7 is selected from the group consisting of a arylalkyl, aryl, heteroaryl, heterocyclo, C_1-C_6-alkyl, C_3-C_6-alkynyl, C_3-C_6-alkenyl, C_1-C_6-carboxyalkyl and a C_1-C_6-hydroxyalkyl group.

21. The process according to claim 20 wherein R^3 is a single-ringed aryl or heteroaryl group that is 5- or 6-membered, and is itself substituted at its own 4-position when a 6-membered ring or at its own 3- or 4-position when a 5-membered ring with a substituent selected from the group consisting of one other single-ringed aryl or heteroaryl group, a C_3-C_{14} alkyl group, a N-piperidyl group, a N-piperazinyl group, a phenoxy group, a thiophenoxy group, a 4-thiopyridyl group, a phenylazo group and a benzamido group.

22. The process according to claim 20 wherein R^3 has a length that is greater than that of a pentyl group and a length that is less than that of an icosyl group.

~~23. The process according to claim 20~~ wherein Z is O, S or NR^6.

24. The process according to claim 23 wherein R^6 is selected from the group consisting of

C_3-C_6-cycloalkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, C_1-C_6-alkyl, C_3-C_6-alkenyl, C_3-C_6-alkynyl, amino-C_1-C_6-alkyl, aminosulfonyl, heteroaryl-C_1-C_6-alkyl, aryloxycarbonyl, and C_1-C_6-alkoxycarbonyl.

25. The process according to claim 20 wherein said R^3 radical is the substituent G-A-R-E-Y, wherein

G is an aryl or heteroaryl group;

A is selected from the group consisting of

(1) -O-;

(2) -S-;

(3) $-NR^{17}-$;

(4) $-CO-N(R^{17})$ or $-N(R^{17})-CO-$, wherein R^{17} is hydrogen, C_1-C_4-alkyl, or phenyl;

(5) -CO-O- or -O-CO-;

(6) -O-CO-O-;

(7) -HC=CH-;

(8) -NH-CO-NH-;

(9) -C≡C-;

(10) -NH-CO-O- or -O-CO-NH-;

(11) -N=N-;

(12) -NH-NH-; and

(13) $-CS-N(R^{18})-$ or $-N(R^{18})-CS-$, wherein R^{18} is hydrogen C_1-C_4-alkyl, or phenyl; or

(14) A is absent and G is bonded directly to R;

R is a moiety selected from the group consisting of alkyl, alkoxyalkyl, aryl, heteroaryl,

cycloalkyl, heterocycloalkyl, aralkyl, heteroaralkyl, heterocycloalkylalkyl, cycloalkylalkyl, cycloalkoxyalkyl, heterocycloalkoxyalkyl, aryloxyalkyl, heteroaryloxyalkyl, arylthioalkyl, heteroarylthioalkyl, cycloalkylthioalkyl, and a heterocycloalkylthioalkyl group wherein the aryl or heteroaryl or cycloalkyl or heterocycloalkyl substituent is (i) unsubstituted or (ii) substituted with one or two radicals selected from the group consisting of a halo, alkyl, perfluoroalkyl, perfluoroalkoxy, perfluoroalkylthio, trifluoromethylalkyl, amino, alkoxycarbonylalkyl, alkoxy, C_1-C_2-alkylene-dioxy, hydroxycarbonylalkyl, hydroxycarbonylalkylamino, nitro, hydroxy, hydroxyalkyl, alkanoylamino, and a alkoxycarbonyl group, and R is other than alkyl or alkoxyalkyl when A is -O- or -S-;

E is selected from the group consisting of

(1) $-CO(R^{19})-$ or $-(R^{19})CO-$, wherein R^{19} is a heterocycloalkyl, or a cycloalkyl group;

(2) -CONH- or -HNCO-; and

(3) -CO-;

(4) $-SO_2-R^{19}-$ or $-R^{19}-SO_2-$;

(5) $-SO_2-$;

(6) $-NH-SO_2-$ or $-SO_2-NH-$; or

(7) E is absent and R is bonded directly to Y; and

Y is absent or is selected from the group consisting of a hydrido, alkyl, alkoxy, haloalkyl,

aryl, aralkyl, cycloalkyl, heteroaryl, hydroxy, aryloxy, aralkoxy, heteroaryloxy, heteroaralkyl, perfluoroalkoxy, perfluoroalkylthio, trifluoromethylalkyl, alkenyl, heterocycloalkyl, cycloalkyl, trifluoromethyl, alkoxycarbonyl, and a aminoalkyl group, wherein the aryl or heteroaryl or heterocycloalkyl group is (i) unsubstituted or (ii) substituted with one or two radicals independently selected from the group consisting of an alkanoyl, halo, nitro, aralkyl, aryl, alkoxy, and an amino group wherein the amino nitrogen is (i) unsubstituted or (ii) substituted with one or two groups independently selected from hydrido, alkyl, and an ~~aralkyl group~~.

~~26. The process according to claim 25~~ wherein said -G-A-R-E-Y substituent contains two to four carbocyclic or heterocyclic rings.

27. The process according to claim 26 wherein each of the two to four rings is 6-membered.

28. The process according to claim 25 wherein said -G-A-R-E-Y substituent has a length that is greater than a hexyl group and a length that is ~~less than that of a stearyl group~~.

29. The process according to claim 25 wherein A is -O- or -S-.

30. The process according to claim 25 wherein R is an aryl, heteroaryl, cycloalkyl or heterocycloalkyl group.

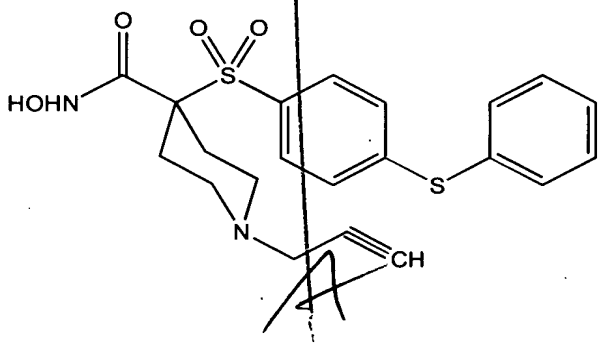
31. The process according to claim 25 wherein E is absent.

32. The process according to claim 25 wherein Y is selected from the group consisting of hydrido, an alkyl, alkoxy, perfluoroalkoxy and a perfluoroalkylthio group.

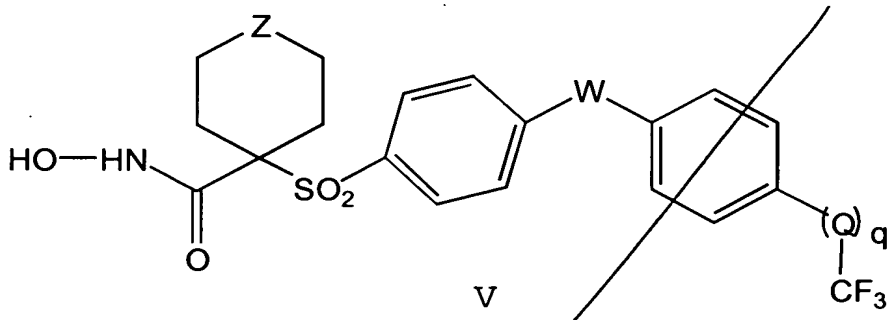
33. The process according to claim 20 wherein R^3 is a radical that is comprised of a single-ringed aryl or heteroaryl group that is 5- or 6-membered, and is itself substituted at its own 4-position when a 6-membered ring and at its own 3- or 4-position when a 5-membered ring with a substituent selected from the group consisting of a thiophenoxy, 4-chlorophenoxy, 3-chlorophenoxy, 4-methoxyphenoxy, 3-benzodioxol-5-yloxy, 3,4-dimethylphenoxy, 4-fluorophenoxy, 4-fluorothiophenoxy, phenoxy, 4-trifluoromethoxy-phenoxy, 4-trifluoromethylphenoxy, 4-(trifluoromethylthio)-phenoxy, 4-(trifluoromethylthio)-thiophenoxy, 4-chloro-3-fluorophenoxy, 4-isopropoxyphenoxy, 4-isopropylphenoxy, (2-methyl-1,3-benzothiazol-5-yl)oxy, 4-(1H-imidazol-1-yl)phenoxy, 4-chloro-3-methylphenoxy, 3-methylphenoxy, 4-ethoxyphenoxy, 3,4-difluorophenoxy, 4-chloro-3-methylphenoxy, 4-fluoro-3-chlorophenoxy, 4-(1H-1,2,4-triazol-1-yl)phenoxy, 3,5-difluorophenoxy, 3,4-dichlorophenoxy, 4-

cyclopentylphenoxy, 4-bromo-3-methylphenoxy, 4-bromophenoxy, 4-methylthiophenoxy, 4-phenylphenoxy, 4-benzylphenoxy, 6-quinolinyloxy, 4-amino-3-methylphenoxy, 3-methoxyphenoxy, 5,6,7,8-tetrahydro-2-naphthalenyloxy, 3-hydroxymethylphenoxy, N-piperidyl, N-piperazinyl and a 4-benzyloxyphenoxy group.

34. The process according to claim 20 wherein said inhibitor corresponds in structure to the formula



35. A process for treating a host mammal having a condition associated with pathological matrix metalloprotease (MMP) activity that comprises administering a metalloprotease inhibitor compound or a pharmaceutically acceptable salt thereof in an effective amount to a mammalian host having such a condition, said metalloprotease inhibitor inhibiting the activity of one or more of MMP-2, MMP-9 and MMP-13, while exhibiting substantially less inhibitory activity against MMP-1, said compound corresponding in structure to formula V, below



V

wherein

Z is O, S or NR^6;

W and Q are independently oxygen (O), NR^6 or sulfur (S),

R^6 is selected from the group consisting of C_3-C_6-cycloalkyl, C_1-C_6-alkyl, C_3-C_6-alkenyl, C_3-C_6-alkynyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, amino-C_1-C_6-alkyl, aminosulfonyl, heteroaryl-C_1-C_6-alkyl, aryloxycarbonyl, and C_1-C_6-alkoxycarbonyl; and

q is zero or one such that when q is zero, Q is absent and the trifluoromethyl group is bonded directly to the depicted phenyl ring.

36. The process according to claim 35 wherein q is zero.

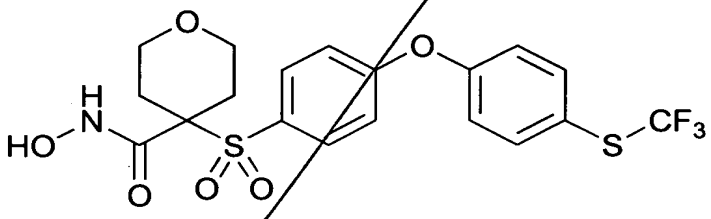
37. The process according to claim 35 wherein W is O.

38. The process according to claim 37 wherein q is zero.

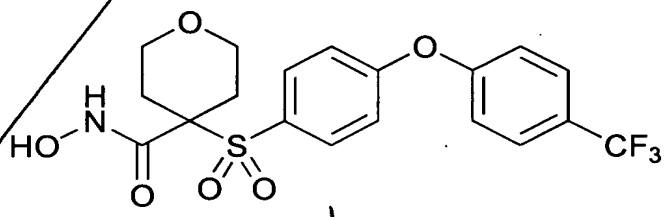
39. The process according to claim 37 wherein q is one and Q is O.

40. The process according to claim 37 wherein q is one and Q is S.

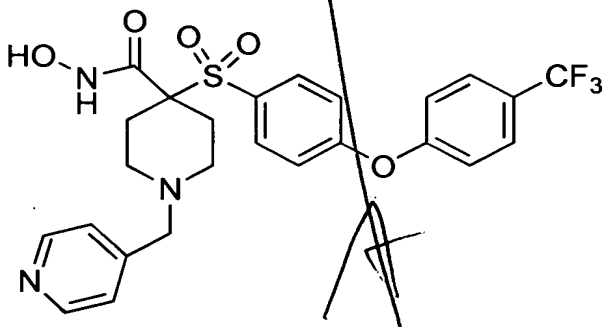
41. The process according to claim 35 wherein said inhibitor corresponds in structure to the formula



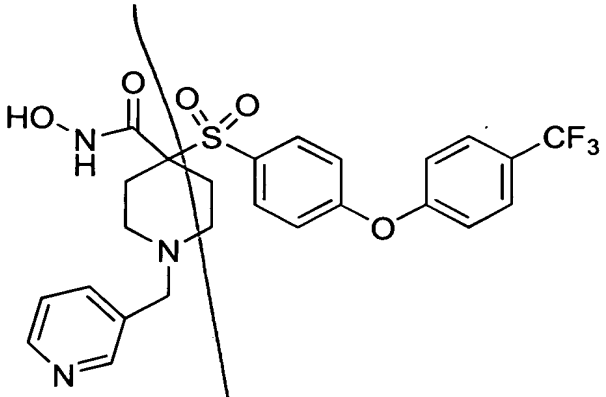
42. The process according to claim 35 wherein said inhibitor corresponds in structure to the formula



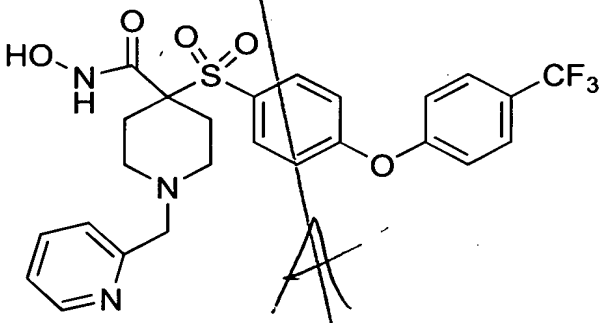
43. The process according to claim 35 wherein said inhibitor corresponds in structure to the formula



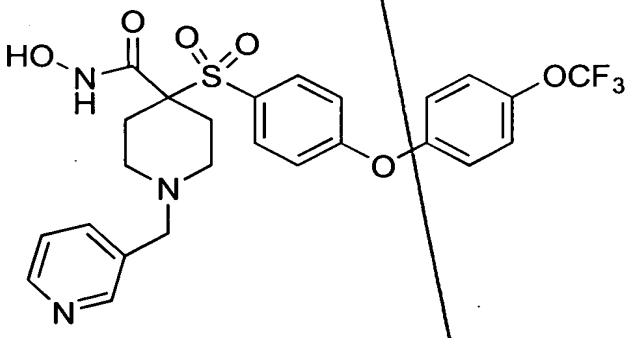
44. The process according to claim 35 wherein said inhibitor corresponds in structure to the formula



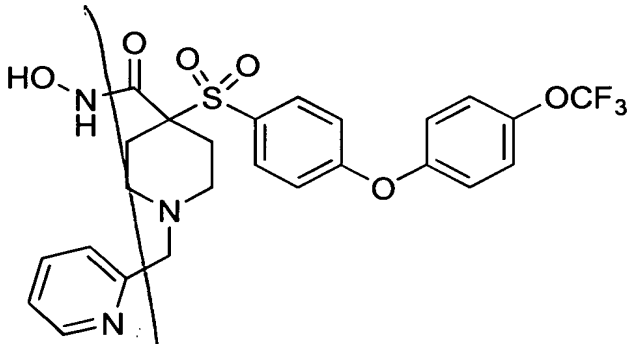
45. The process according to claim 35 wherein said inhibitor corresponds in structure to the formula



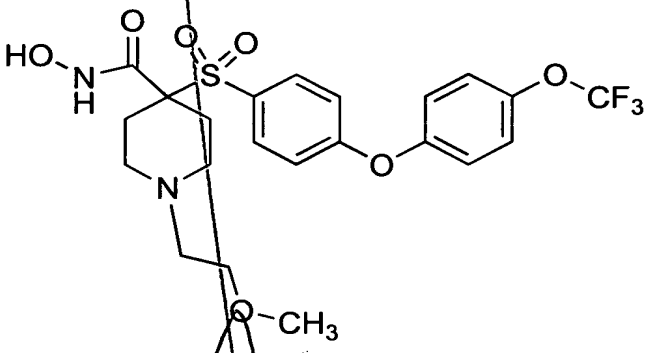
46. The process according to claim 35 wherein said inhibitor corresponds in structure to the formula



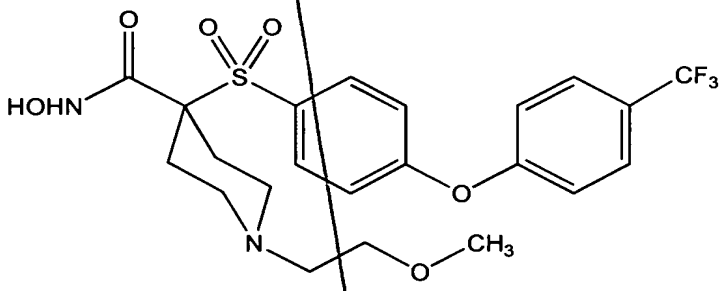
47. The process according to claim 35 wherein said inhibitor corresponds in structure to the formula



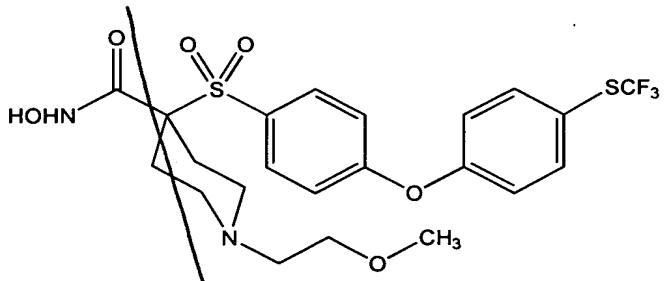
48. The process according to claim 35 wherein said inhibitor corresponds in structure to the formula



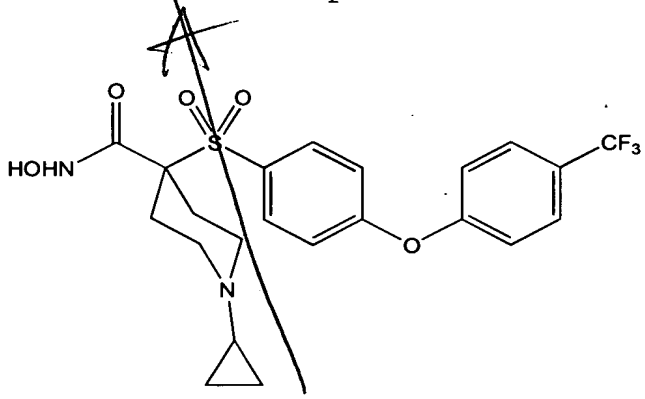
49. The process according to claim 35 wherein said inhibitor corresponds in structure to the formula



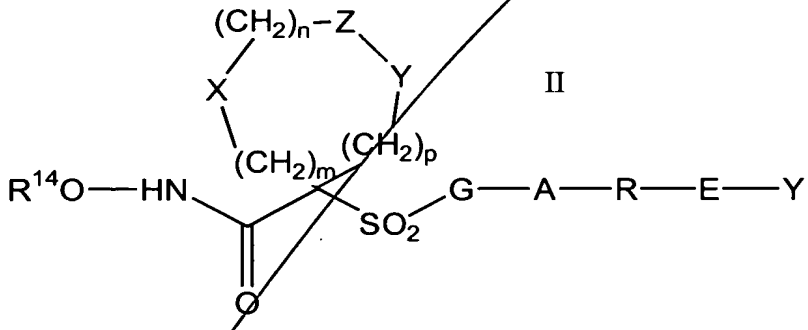
50. The process according to claim 35 wherein said inhibitor corresponds in structure to the formula



51. The process according to claim 35 wherein said inhibitor corresponds in structure to the formula



52. A compound corresponding in structure to formula II, below, or a pharmaceutically acceptable salt thereof:



II

wherein

R^{14} is hydrido, a pharmaceutically acceptable cation or $C(W)R^{15}$ where W is O or S and R^{15} is selected from the group consisting of an C_1-C_6-alkyl, aryl, C_1-C_6-alkoxy, heteroaryl-C_1-C_6-alkyl,

C_3-C_8-cycloalkyl-C_1-C_6-alkyl, aryloxy, ar-C_1-C_6-alkoxy, ar-C_1-C_6-alkyl, heteroaryl and amino C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two substituents independently selected from the group consisting of an C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, ar-C_1-C_6-alkoxycarbonyl, C_1-C_6-alkoxycarbonyl, and C_1-C_6-alkanoyl radical, or (iii) wherein the amino C_1-C_6-alkyl nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring;

m is zero, 1 or 2;

n is zero, 1 or 2;

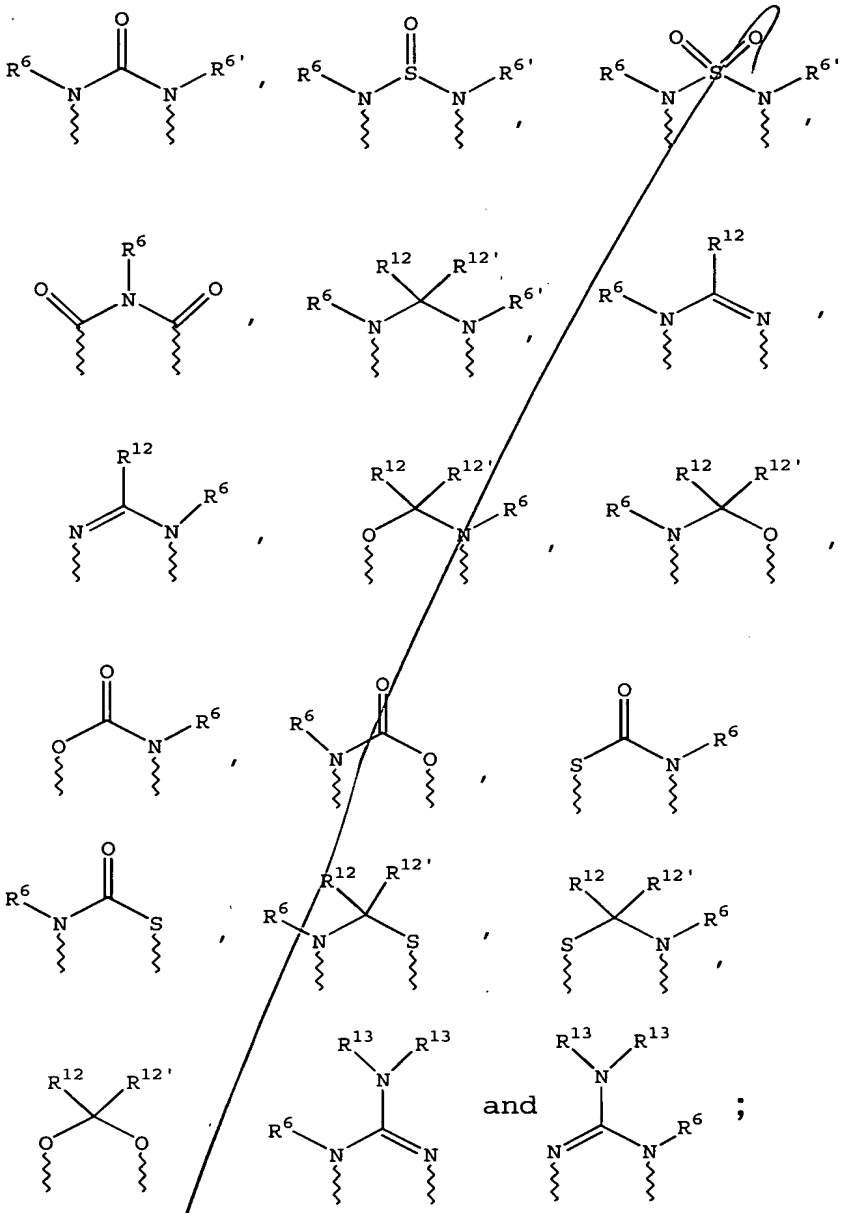
p is zero, 1 or 2;

the sum of m + n + p = 1, 2, 3 or 4;

(a) one of X, Y and Z is selected from the group consisting of C(O), NR^6, O, S, S(O), $S(O)_2$ and $NS(O)_2R^7$, and the remaining two of X, Y and Z are CR^8R^9, and $CR^{10}R^{11}$, or

(b) X and Z or Z and Y together constitute a moiety that is selected from the group consisting of $NR^6C(O)$, $NR^6S(O)$, $NR^6S(O)_2$, NR^6S, NR^6O, SS, NR^6NR^6 and OC(O), with the remaining one of X, Y and Z being CR^8R^9, or

(c) n is zero and X, Y and Z together constitute a moiety selected from the group consisting of



and

;

wherein wavy lines are bonds to the atoms of the depicted ring;

R^6 and $R^{6'}$ are independently selected from the group consisting of hydrido, formyl, sulfonic-C_1-C_6-alkyl, C_1-C_6-alkoxycarbonyl-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, C_1-C_6-alkylcarbonyl-C_1-C_6-alkyl, R^8R^9-aminocarbonyl-C_1-C_6-alkyl, C_1-C_6-

alkoxycarbonyl-C_1-C_6-alkylcarbonyl, hydroxycarbonyl-C_1-C_6-alkylcarbonyl, C_1-C_6-alkylcarbonyl-C_1-C_6-alkylcarbonyl, C_1-C_6-alkoxycarbonylcarbonyl, hydroxycarbonylcarbonyl, C_1-C_6-alkylcarbonylcarbonyl, R^8R^9-aminocarbonylcarbonyl, C_1-C_6-alkanoyl, aryl-C_1-C_6-alkyl, aroyl, bis(C_1-C_6-alkoxy-C_1-C_6-alkyl)-C_1-C_6-alkyl, C_1-C_6-alkyl, C_1-C_6-haloalkyl, C_1-C_6-perfluoroalkyl, C_1-C_6-trifluoromethylalkyl, C_1-C_6-perfluoroalkoxy-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, C_3-C_6-cycloalkyl, heteroarycarbonyl, heterocyclocarbonyl, C_3-C_8-heterocycloalkyl, C_3-C_8-heterocycloalkylcarbonyl, aryl, C_5-C_6-heterocyclo, C_5-C_6-heteroaryl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, heteroaryl-C_1-C_6-alkoxy-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, arylsulfonyl, C_1-C_6-alkylsulfonyl, C_5-C_6-heteroarylsulfonyl, carboxy-C_1-C_6-alkyl, C_1-C_4-alkoxycarbonyl-C_1-C_6-alkyl, aminocarbonyl, C_1-C_6-alkyl(R^8N)iminocarbonyl, aryl(R^8N)iminocarbonyl, C_5-C_6-heterocyclo(R^8N)iminocarbonyl, arylthio-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, arylthio-C_3-C_6-alkenyl, C_1-C_4-alkylthio-C_3-C_6-alkenyl, C_5-C_6-heteroaryl-C_1-C_6-alkyl, halo-C_1-C_6-alkanoyl, hydroxy-C_1-C_6-alkanoyl, thiol-C_1-C_6-alkanoyl, C_3-C_6-alkenyl, C_3-C_6-alkynyl, C_1-C_4-alkoxy-C_1-C_4-alkyl, C_1-C_5-alkoxycarbonyl, aryloxycarbonyl, NR^8R^9-(R^8)iminomethyl, NR^8R^9-C_1-C_5-alkylcarbonyl, hydroxy-

C_1-C_5-alkyl, R^8R^9-aminocarbonyl, R^8R^9-aminocarbonyl-C_1-C_6-alkylcarbonyl, hydroxyaminocarbonyl, R^8R^9-aminosulfonyl, R^8R^9-aminosulfon-C_1-C_6-alkyl, R^8R^9-amino-C_1-C_6-alkylsulfonyl and an R^8R^9-amino-C_1-C_6-alkyl group;

R^7 is selected from the group consisting of a arylalkyl, aryl, heteroaryl, heterocyclo, C_1-C_6-alkyl, C_3-C_6-alkynyl, C_3-C_6-alkenyl, C_1-C_6-carboxyalkyl and a C_1-C_6-hydroxyalkyl group;

R^8 and R^9 and R^{10} and R^{11} are independently selected from the group consisting of a hydrido, hydroxy, C_1-C_6-alkyl, C_1-C_6-alkanoyl, aroyl, aryl, ar-C_1-C_6-alkyl, heteroaryl, heteroar-C_1-C_6-alkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl, thiol-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, cycloalkyl, cycloalkyl-C_1-C_6-alkyl, heterocycloalkyl-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, aralkoxy-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkoxy-C_1-C_6-alkyl, hydroxy-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, hydroxycarbonylar-C_1-C_6-alkyl, aminocarbonyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, arylthio-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, the sulfoxide or sulfone of any said thio substituents, perfluoro-C_1-C_6-alkyl, trifluoromethyl-C_1-C_6-alkyl, halo-C_1-C_6-alkyl, alkoxycarbonylamino-C_1-C_6-alkyl and an amino-C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two

radicals independently selected from the group consisting of C_1-C_6-alkyl, ar-C_1-C_6-alkyl, cycloalkyl and C_1-C_6-alkanoyl, or wherein R^8 and R^9 or R^{10} and R^{11} and the carbon to which they are bonded form a carbonyl group, or wherein R^8 and R^9 or R^{10} and R^{11}, or R^8 and R^{10} together with the atoms to which they are bonded form a 5- to 8-membered carbocyclic ring, or a 5- to 8-membered heterocyclic or heteroaryl ring containing one or two heteroatoms that are nitrogen, oxygen, or sulfur, with the proviso that only one of R^8 and R^9 or R^{10} and R^{11} is hydroxy;

R^{12} and $R^{12'}$ are independently selected from the group consisting of a hydrido, C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl, heteroaryl, heteroaralkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl, thiol-C_1-C_6-alkyl, cycloalkyl, cycloalkyl-C_1-C_6-alkyl, heterocycloalkyl-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, amino-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkoxy-C_1-C_6-alkyl, hydroxy-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, hydroxycarbonylar-C_1-C_6-alkyl, aminocarbonyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, arylthio-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, the sulfoxide or sulfone of any said thio substituents, perfluoro-C_1-C_6-alkyl, trifluoromethyl-C_1-C_6-alkyl, halo-C_1-C_6-alkyl, alkoxycarbonylamino-C_1-C_6-alkyl and an amino-C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii)

substituted with one or two radicals independently selected from the group consisting of C_1-C_6-alkyl, ar-C_1-C_6-alkyl, cycloalkyl and C_1-C_6-alkanoyl;

R^{13} is selected from the group consisting of a hydrido, benzyl, phenyl, C_1-C_6-alkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl and a C_1-C_6-hydroxyalkyl group; and

G-A-R-E-Y is a substituent that has a length greater than that of a pentyl group a length that is less than that of an icosyl group, and wherein

G is an aryl or heteroaryl group;

A is selected from the group consisting of

(1) -O-;

(2) -S-;

(3) $-NR^{17}-$;

(4) $-CO-N(R^{17})$ or $-N(R^{17})-CO-$, wherein R^{17} is hydrogen, C_1-C_4-alkyl, or phenyl;

(5) -CO-O- or -O-CO-;

(6) -O-CO-O-;

(7) -HC=CH-;

(8) -NH-CO-NH-;

(9) -C≡C-;

(10) -NH-CO-O- or -O-CO-NH-;

(11) -N=N-;

(12) -NH-NH-; and

(13) $-CS-N(R^{18})-$ or $-N(R^{18})-CS-$, wherein R^{18} is hydrogen C_1-C_4-alkyl, or phenyl; or

(14) A is absent and G is bonded directly to R;

R is a moiety selected from the group consisting of alkyl, alkoxyalkyl, aryl, heteroaryl, cycloalkyl, heterocycloalkyl, aralkyl, heteroaralkyl, heterocycloalkylalkyl, cycloalkylalkyl, cycloalkoxyalkyl, heterocycloalkoxyalkyl, aryloxyalkyl, heteroaryloxyalkyl, arylthioalkyl, heteroarylthioalkyl, cycloalkylthioalkyl, and a heterocycloalkylthioalkyl group wherein the aryl or heteroaryl or cycloalkyl or heterocycloalkyl substituent is (i) unsubstituted or (ii) substituted with one or two radicals selected from the group consisting of a halo, alkyl, perfluoroalkyl, perfluoroalkoxy, perfluoroalkylthio, trifluoromethylalkyl, amino, alkoxycarbonylalkyl, alkoxy, C_1-C_2-alkylene-dioxy, hydroxycarbonylalkyl, hydroxycarbonylalkylamino, nitro, hydroxy, hydroxyalkyl, alkanoylamino, and a alkoxycarbonyl group, and R is other than alkyl or alkoxyalkyl when A is -O- or -S-;

E is selected from the group consisting of

(1) $-CO(R^{19})-$ or $-(R^{19})CO-$, wherein R^{19} is a heterocycloalkyl, or a cycloalkyl group;

(2) -CONH- or -HNCO-; and

(3) -CO-;

(4) $-SO_2-R^{19}-$ or $-R^{19}-SO_2-$;

(5) $-SO_2-$;

(6) $-NH-SO_2-$ or $-SO_2-NH-$; or

(7) E is absent and R is bonded directly to Y; and

Y is absent or is selected from the group consisting of a hydrido, alkyl, alkoxy, haloalkyl, aryl, aralkyl, cycloalkyl, heteroaryl, hydroxy, aryloxy, aralkoxy, heteroaryloxy, heteroaralkyl, perfluoroalkoxy, perfluoroalkylthio, trifluoromethylalkyl, alkenyl, heterocycloalkyl, cycloalkyl, trifluoromethyl, alkoxycarbonyl, and a aminoalkyl group, wherein the aryl or heteroaryl or heterocycloalkyl group is (i) unsubstituted or (ii) substituted with one or two radicals independently selected from the group consisting of an alkanoyl, halo, nitro, aralkyl, aryl, alkoxy, and an amino group wherein the amino nitrogen is (i) unsubstituted or (ii) substituted with one or two groups independently selected from hydrido, alkyl, and an aralkyl group.

53. The compound or salt according to claim 52 wherein said -G-A-R-E-Y substituent contains two to four carbocyclic or heterocyclic rings.

54. The compound or salt according to claim 52 wherein each of the two to four rings is 6-membered.

55. The compound or salt according to claim 52 wherein said -G-A-R-E-Y substituent has a length that is greater than a hexyl group and a length that is less than that of a stearyl group.

56. The compound or salt according to claim 52 wherein A is -O- or -S-.

Sub B19

57. The compound or salt according to claim 52 wherein R is an aryl, heteroaryl, cycloalkyl or heterocycloalkyl group.

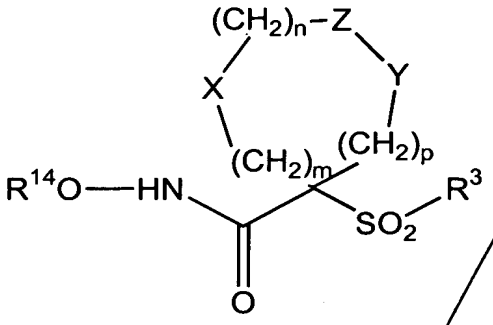
58. The compound or salt according to claim 52 wherein E is absent.

59. The compound or salt according to claim 52 wherein Y is selected from the group consisting of hydrido, an alkyl, alkoxy, perfluoroalkoxy and a perfluoroalkylthio group.

60. The compound or salt according to claim 52 wherein R^{14} is hydrido.

61. The compound or salt according to claim 52 wherein W of the $C(W)R^{15}$ is O and R^{15} is a C_1-C_6-alkyl, aryl, C_1-C_6-alkoxy, heteroaryl-C_1-C_6-alkyl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, or aryloxy group.

62. A compound corresponding in structure to formula III, below, or a pharmaceutically acceptable salt thereof



III

wherein

R^3 is a single-ringed aryl or heteroaryl group that is 5- or 6-membered, and is itself substituted at its own 4-position when a 6-membered ring and at its own 3- or 4-position when a 5-membered ring with a substituent selected from the group consisting of a thiophenoxy, 4-chloro-phenoxy, 3-chlorophenoxy, 4-methoxyphenoxy, 3-benzodioxol-5-yloxy, 3,4-dimethylphenoxy, 4-fluorophenoxy, 4-fluorothiophenoxy, phenoxy, 4-trifluoro-methoxyphenoxy, 4-trifluoromethylphenoxy, 4-(trifluoromethylthio)phenoxy, 4-(trifluoromethyl-thio)thiophenoxy, 4-chloro-3-fluorophenoxy, 4-isopropoxyphenoxy, 4-isopropylphenoxy, (2-methyl-1,3-benzothiazol-5-yl)oxy, 4-(1H-imidazol-1-yl)phenoxy, 4-chloro-3-methylphenoxy, 3-methyl-phenoxy, 4-ethoxyphenoxy, 3,4-difluorophenoxy, 4-chloro-3-methylphenoxy, 4-fluoro-3-chlorophenoxy, 4-(1H-1,2,4-triazol-1-yl)phenoxy, 3,5-difluorophenoxy, 3,4-dichlorophenoxy, 4-cyclopentylphenoxy, 4-bromo-3-methylphenoxy, 4-bromophenoxy, 4-methylthiophenoxy, 4-phenylphenoxy, 4-benzylphenoxy, 6-quinolinyloxy, 4-amino-3-methylphenoxy, 3-methoxyphenoxy, 5,6,7,8-tetrahydro-2-naphthalenyloxy, 3-hydroxymethylphenoxy, and a 4-benzyloxyphenoxy group;

R^{14} is hydrido, a pharmaceutically acceptable cation or $C(W)R^{15}$ where W is O or S and R^{15} is selected from the group consisting of a C_1-C_6-alkyl, aryl, C_1-C_6-alkoxy, heteroaryl-C_1-C_6-alkyl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, aryloxy, ar-C_1-C_6-alkoxy, ar-C_1-C_6-alkyl, heteroaryl and amino C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two substituents independently selected from the group consisting of an C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, ar-C_1-C_6-alkoxycarbonyl, C_1-C_6-alkoxycarbonyl, and C_1-C_6-alkanoyl radical, or (iii) wherein the amino C_1-C_6-alkyl nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring;

m is zero, 1 or 2;

n is zero, 1 or 2;

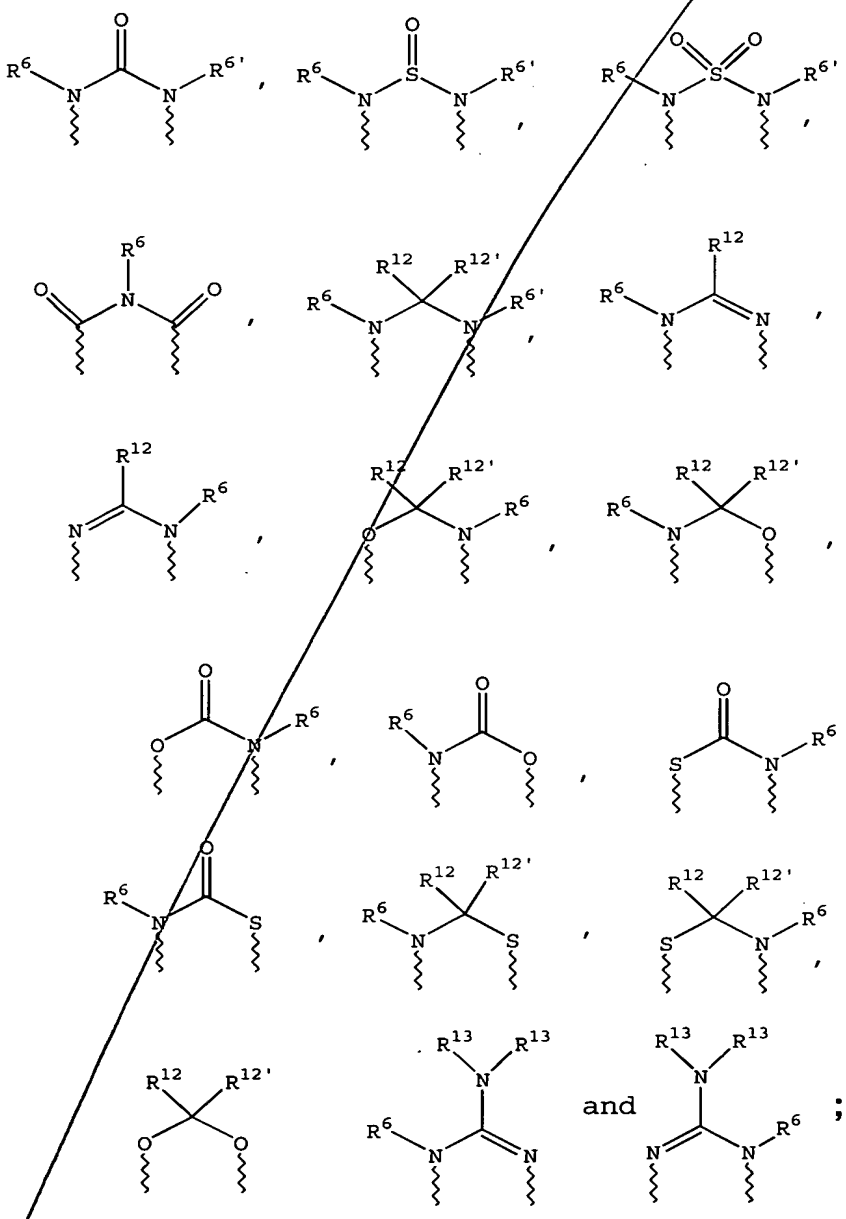
p is zero, 1 or 2;

the sum of m + n + p = 1, 2, 3 or 4;

(a) one of X, Y and Z is selected from the group consisting of C(O), NR^6, O, S, S(O), $S(O)_2$ and $NS(O)_2R^7$, and the remaining two of X, Y and Z are CR^8R^9, and $CR^{10}R^{11}$, or

(b) X and Z or Z and Y together constitute a moiety that is selected from the group consisting of $NR^6C(O)$, $NR^6S(O)$, $NR^6S(O)_2$, NR^6S, NR^6O, SS, NR^6NR^6 and OC(O), with the remaining one of X, Y and Z being CR^8R^9, or

(c) n is zero and X, Y and Z together constitute a moiety selected from the group consisting of



wherein wavy lines are bonds to the atoms of the depicted ring;

R^6 and $R^{6'}$ are independently selected from the group consisting of hydrido, formyl, sulfonic-C_1-C_6-alkyl, C_1-C_6-alkoxycarbonyl-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, C_1-C_6-alkylcarbonyl-C_1-C_6-alkyl, R^8R^9-aminocarbonyl-C_1-C_6-alkyl, C_1-C_6-alkoxycarbonyl-C_1-C_6-alkylcarbonyl, hydroxycarbonyl-C_1-C_6-alkylcarbonyl, C_1-C_6-alkylcarbonyl-C_1-C_6-alkylcarbonyl, C_1-C_6-alkoxycarbonylcarbonyl, hydroxycarbonylcarbonyl, C_1-C_6-alkylcarbonylcarbonyl, R^8R^9-aminocarbonylcarbonyl, C_1-C_6-alkanoyl, aryl-C_1-C_6-alkyl, aroyl, bis(C_1-C_6-alkoxy-C_1-C_6-alkyl)-C_1-C_6-alkyl, C_1-C_6-alkyl, C_1-C_6-haloalkyl, C_1-C_6-perfluoroalkyl, C_1-C_6-trifluoromethylalkyl, C_1-C_6-perfluoroalkoxy-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, C_3-C_6-cycloalkyl, heteroarycarbonyl, heterocyclocarbonyl, C_3-C_8-heterocycloalkyl, C_3-C_8-heterocycloalkylcarbonyl, aryl, C_5-C_6-heterocyclo, C_5-C_6-heteroaryl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, heteroaryl-C_1-C_6-alkoxy-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, arylsulfonyl, C_1-C_6-alkylsulfonyl, C_5-C_6-heteroarylsulfonyl, carboxy-C_1-C_6-alkyl, C_1-C_4-alkoxycarbonyl-C_1-C_6-alkyl, aminocarbonyl, C_1-C_6-alkyl(R^8N)iminocarbonyl, aryl(R^8N)iminocarbonyl, C_5-C_6-heterocyclo(R^8N)iminocarbonyl, arylthio-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, arylthio-C_3-C_6-alkenyl, C_1-C_4-alkylthio-C_3-C_6-alkenyl, C_5-C_6-

heteroaryl-C_1-C_6-alkyl, halo-C_1-C_6-alkanoyl, hydroxy-C_1-C_6-alkanoyl, thiol-C_1-C_6-alkanoyl, C_3-C_6-alkenyl, C_3-C_6-alkynyl, C_1-C_4-alkoxy-C_1-C_4-alkyl, C_1-C_5-alkoxycarbonyl, aryloxycarbonyl, NR^8R^9-(R^8)iminomethyl, NR^8R^9-C_1-C_5-alkylcarbonyl, hydroxy-C_1-C_5-alkyl, R^8R^9-aminocarbonyl, R^8R^9-aminocarbonyl-C_1-C_6-alkylcarbonyl, hydroxyaminocarbonyl, R^8R^9-aminosulfonyl, R^8R^9-aminosulfon-C_1-C_6-alkyl, R^8R^9-amino-C_1-C_6-alkylsulfonyl and an R^8R^9-amino-C_1-C_6-alkyl group;

R^7 is selected from the group consisting of a arylalkyl, aryl, heteroaryl, heterocyclo, C_1-C_6-alkyl, C_3-C_6-alkynyl, C_3-C_6-alkenyl, C_1-C_6-carboxyalkyl and a C_1-C_6-hydroxyalkyl group;

R^8 and R^9 and R^{10} and R^{11} are independently selected from the group consisting of a hydrido, hydroxy, C_1-C_6-alkyl, C_1-C_6-alkanoyl, aroyl, aryl, ar-C_1-C_6-alkyl, heteroaryl, heteroar-C_1-C_6-alkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl, thiol-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, cycloalkyl, cycloalkyl-C_1-C_6-alkyl, heterocycloalkyl-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, aralkoxy-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkoxy-C_1-C_6-alkyl, hydroxy-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, hydroxycarbonylar-C_1-C_6-alkyl, aminocarbonyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, arylthio-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, the sulfoxide or

sulfone of any said thio substituents, perfluoro-C_1-C_6-alkyl, trifluoromethyl-C_1-C_6-alkyl, halo-C_1-C_6-alkyl, alkoxycarbonylamino-C_1-C_6-alkyl and an amino-C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two radicals independently selected from the group consisting of C_1-C_6-alkyl, ar-C_1-C_6-alkyl, cycloalkyl and C_1-C_6-alkanoyl, or wherein R^8 and R^9 or R^{10} and R^{11} and the carbon to which they are bonded form a carbonyl group, or wherein R^8 and R^9 or R^{10} and R^{11}, or R^8 and R^{10} together with the atoms to which they are bonded form a 5- to 8-membered carbocyclic ring, or a 5- to 8-membered heterocyclic or heteroaryl ring containing one or two heteroatoms that are nitrogen, oxygen, or sulfur, with the proviso that only one of R^8 and R^9 or R^{10} and R^{11} is hydroxy;

R^{12} and $R^{12'}$ are independently selected from the group consisting of a hydrido, C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl, heteroaryl, heteroaralkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl, thiol-C_1-C_6-alkyl, cycloalkyl, cycloalkyl-C_1-C_6-alkyl, heterocycloalkyl-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, amino-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkoxy-C_1-C_6-alkyl, hydroxy-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, hydroxycarbonylar-C_1-C_6-alkyl, aminocarbonyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, arylthio-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-

alkyl, the sulfoxide or sulfone of any said thio substituents, perfluoro-C_1-C_6-alkyl, trifluoromethyl-C_1-C_6-alkyl, halo-C_1-C_6-alkyl, alkoxycarbonylamino-C_1-C_6-alkyl and an amino-C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two radicals independently selected from the group consisting of C_1-C_6-alkyl, ar-C_1-C_6-alkyl, cycloalkyl and C_1-C_6-alkanoyl; and

R^{13} is selected from the group consisting of a hydrido, benzyl, phenyl, C_1-C_6-alkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl and a C_1-C_6-hydroxyalkyl group.

63. The compound or salt according to claim 62 wherein the sum of m + n + p = 1 or 2.

64. The compound or salt according to claim 62 wherein Z is O, S or NR^6.

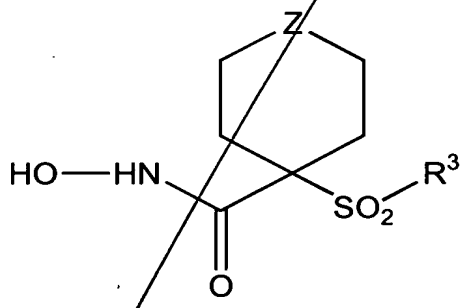
65. The compound or salt according to claim 62 wherein R^6 is selected from the group consisting of C_3-C_6-cycloalkyl, C_1-C_6-alkyl, C_3-C_6-alkenyl, C_3-C_6-alkynyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, amino-C_1-C_6-alkyl, aminosulfonyl, heteroaryl-C_1-C_6-alkyl, aryloxycarbonyl, and C_1-C_6-alkoxycarbonyl.

66. The compound or salt according to claim 62 wherein m = n = zero, p= 1, and Y is NR^6.

67. The compound or salt according to claim 62 wherein R^{14} is hydrido.

68. The compound or salt according to claim 62 wherein W of the $C(W)R^{15}$ is O and R^{15} is a C_1-C_6-alkyl, aryl, C_1-C_6-alkoxy, heteroaryl-C_1-C_6-alkyl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, or aryloxy group.

69. A compound corresponding in structure to formula IV, below, or a pharmaceutically acceptable salt thereof



IV

wherein R^3 is a single-ringed aryl or heteroaryl group that is 5- or 6-membered, and is itself substituted at its own 4-position when a 6-membered ring or at its own 3- or 4-position when a 5-membered ring with a substituent selected from the group consisting of one other single-ringed aryl or heteroaryl group, a C_3-C_{14} alkyl group, a N-piperidyl group, a N-piperazinyl group, a phenoxy group, a thiophenoxy group, a 4-thiopyridyl group, a phenylazo group and a benzamido group; and

Z is selected group the group consisting of O, S, NR^6, SO, SO_2, and NSO_2R^7,

wherein R^6 is selected from the group consisting of hydrido, C_1-C_5-alkyl, C_1-C_5-alkanoyl, benzyl, benzoyl, C_3-C_5-alkynyl, C_3-C_5-alkenyl, C_1-C_3-alkoxy-C_1-C_4-alkyl, C_3-C_6-cycloalkyl, heteroaryl-C_1-C_6-alkyl, C_1-C_5-hydroxyalkyl, C_1-C_5-carboxyalkyl, C_1-C_5-alkoxy C_1-C_5-alkylcarbonyl, and NR^8R^9-C_1-C_5-alkylcarbonyl or NR^8R^9-C_1-C_5-alkyl wherein R^8 and R^9 are independently hydrido, C_1-C_5-alkyl, C_1-C_5-alkoxycarbonyl or aryl-C_1-C_5-alkoxycarbonyl, or NR^8R^9 together form a heterocyclic ring containing 5- to 8-atoms in the ring; and

R^7 is selected from the group consisting of a arylalkyl, aryl, heteroaryl, heterocyclo, C_1-C_6-alkyl, C_3-C_6-alkynyl, C_3-C_6-alkenyl, C_1-C_6-carboxyalkyl and a C_1-C_6-hydroxyalkyl group.

70. The compound or salt according to claim 69 wherein R^3 has a length that is greater than that of a pentyl group and a length that is less than that of an icosyl group.

71. The compound or salt according to claim 69 wherein Z is O, S or NR^6.

72. The compound or salt according to claim 69 wherein R^6 is selected from the group consisting of C_3-C_6-cycloalkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, C_1-C_6-alkyl, C_3-C_6-alkenyl, C_3-C_6-alkynyl,

amino-C_1-C_6-alkyl, aminosulfonyl, heteroaryl-C_1-C_6-alkyl, aryloxycarbonyl, and C_1-C_6-alkoxycarbonyl.

73. The compound or salt according to claim 69 wherein said R^3 radical is the substituent G-A-R-E-Y, wherein

G is an aryl or heteroaryl group;

A is selected from the group consisting of

(1) -O-;

(2) -S-;

(3) $-NR^{17}-$;

(4) $-CO-N(R^{17})$ or $-N(R^{17})-CO-$, wherein R^{17} is hydrogen, C_1-C_4-alkyl, or phenyl;

(5) -CO-O- or -O-CO-;

(6) -O-CO-O-;

(7) -HC=CH-;

(8) -NH-CO-NH-;

(9) -C≡C-;

(10) -NH-CO-O- or -O-CO-NH-;

(11) -N=N-;

(12) -NH-NH-; and

(13) $-CS-N(R^{18})-$ or $-N(R^{18})-CS-$, wherein R^{18} is hydrogen C_1-C_4-alkyl, or phenyl; or

(14) A is absent and G is bonded directly to R;

R is a moiety selected from the group consisting of alkyl, alkoxyalkyl, aryl, heteroaryl,

cycloalkyl, heterocycloalkyl, aralkyl, heteroaralkyl, heterocycloalkylalkyl, cycloalkylalkyl, cycloalkoxyalkyl, heterocycloalkoxyalkyl, aryloxyalkyl, heteroaryloxyalkyl, arylthioalkyl, heteroarylthioalkyl, cycloalkylthioalkyl, and a heterocycloalkylthioalkyl group wherein the aryl or heteroaryl or cycloalkyl or heterocycloalkyl substituent is (i) unsubstituted or (ii) substituted with one or two radicals selected from the group consisting of a halo, alkyl, perfluoroalkyl, perfluoroalkoxy, perfluoroalkylthio, trifluoromethylalkyl, amino, alkoxycarbonylalkyl, alkoxy, C_1-C_2-alkylene-dioxy, hydroxycarbonylalkyl, hydroxycarbonylalkylamino, nitro, hydroxy, hydroxyalkyl, alkanoylamino, and a alkoxycarbonyl group, and R is other than alkyl or alkoxyalkyl when A is -O- or -S-;

E is selected from the group consisting of

(1) $-CO(R^{19})-$ or $-(R^{19})CO-$, wherein R^{19} is a heterocycloalkyl, or a cycloalkyl group;

(2) -CONH- or -HNCO-; and

(3) -CO-;

(4) $-SO_2-R^{19}-$ or $-R^{19}-SO_2-$;

(5) $-SO_2-$;

(6) $-NH-SO_2-$ or $-SO_2-NH-$; or

(7) E is absent and R is bonded directly to Y; and

Y is absent or is selected from the group consisting of a hydrido, alkyl, alkoxy, haloalkyl,

aryl, aralkyl, cycloalkyl, heteroaryl, hydroxy, aryloxy, aralkoxy, heteroaryloxy, heteroaralkyl, perfluoroalkoxy, perfluoroalkylthio, trifluoromethylalkyl, alkenyl, heterocycloalkyl, cycloalkyl, trifluoromethyl, alkoxycarbonyl, and a aminoalkyl group, wherein the aryl or heteroaryl or heterocycloalkyl group is (i) unsubstituted or (ii) substituted with one or two radicals independently selected from the group consisting of an alkanoyl, halo, nitro, aralkyl, aryl, alkoxy, and an amino group wherein the amino nitrogen is (i) unsubstituted or (ii) substituted with one or two groups independently selected from hydrido, alkyl, and an aralkyl group.

74. The compound or salt according to claim 69 wherein said -G-A-R-E-Y substituent contains two to four carbocyclic or heterocyclic rings.

75. The compound or salt according to claim 69 wherein each of the two to four rings is 6-membered.

76. The compound or salt according to claim 69 wherein said -G-A-R-E-Y substituent has a length that is greater than a hexyl group and a length that is less than that of a stearyl group.

77. The compound or salt according to claim 69 wherein A is -O- or -S-.

78. The compound or salt according to claim 69 wherein R is an aryl, heteroaryl, cycloalkyl or heterocycloalkyl group.

79. The compound or salt according to claim 69 wherein E is absent.

80. The compound or salt according to claim 69 wherein Y is selected from the group consisting of hydrido, an alkyl, alkoxy, perfluoroalkoxy and a perfluoroalkylthio group.

81. The compound or salt according to claim 69 wherein R^3 is a radical that is comprised of a single-ringed aryl or heteroaryl group that is 5- or 6-membered, and is itself substituted at its own 4-position when a 6-membered ring and at its own 3- or 4-position when a 5-membered ring with a substituent selected from the group consisting of a thiophenoxy, 4-chlorophenoxy, 3-chlorophenoxy, 4-methoxyphenoxy, 3-benzodioxol-5-yloxy, 3,4-dimethylphenoxy, 4-fluorophenoxy, 4-fluorothiophenoxy, phenoxy, 4-trifluoromethoxy-phenoxy, 4-trifluoromethylphenoxy, 4-(trifluoromethylthio)phenoxy, 4-(trifluoromethylthio)thiophenoxy, 4-chloro-3-fluorophenoxy, 4-isopropoxyphenoxy, 4-isopropylphenoxy, (2-methyl-1,3-benzothiazol-5-yl)oxy, 4-(1H-imidazol-1-yl)phenoxy, 4-chloro-3-methylphenoxy, 3-methylphenoxy, 4-ethoxyphenoxy, 3,4-difluorophenoxy, 4-chloro-3-methylphenoxy, 4-fluoro-3-chlorophenoxy, 4-(1H-1,2,4-triazol-1-yl)phenoxy,

3,5-difluorophenoxy, 3,4-dichlorophenoxy, 4-cyclopentylphenoxy, 4-bromo-3-methylphenoxy, 4-bromophenoxy, 4-methylthiophenoxy, 4-phenylphenoxy, 4-benzylphenoxy, 6-quinolinyloxy, 4-amino-3-methylphenoxy, 3-methoxyphenoxy, 5,6,7,8-tetrahydro-2-naphthalenyloxy, 3-hydroxymethylphenoxy, N-piperidyl, N-piperazinyl and a 4-benzyloxyphenoxy ~~group~~.

Sub B15

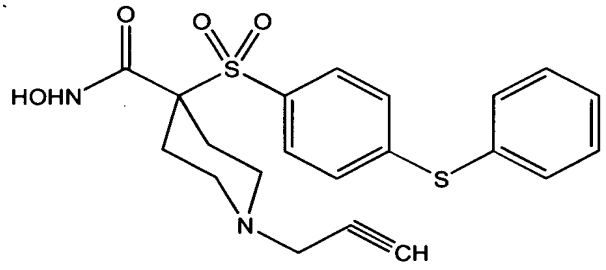
~~82. The compound or salt according to~~ claim 69 wherein said R^3 group is a PhR^{23} group, wherein Ph is a phenyl ring that is substituted at its 4-position by an R^{23} group that is a substituent selected from the group consisting of another single-ringed aryl or heteroaryl group, a piperidyl group, a piperazinyl group, a phenoxy group, a thiophenoxy group, a phenylazo group and a benzamido group.

83. The compound or salt according to claim 82 wherein said R^{23} group is itself substituted with a moiety that is selected from the group consisting of a halogen, a C_1-C_4 alkoxy group, a C_1-C_4 alkyl group, a dimethylamino group, a carboxyl C_1-C_3 alkylene group, a C_1-C_4 alkoxy carbonyl C_1-C_3 alkylene group, a trifluoromethylthio group, a trifluoromethoxy group, a trifluoromethyl group and a carboxamido C_1-C_3 alkylene group, or is substituted at the meta- and para-positions by a methylenedioxy group.

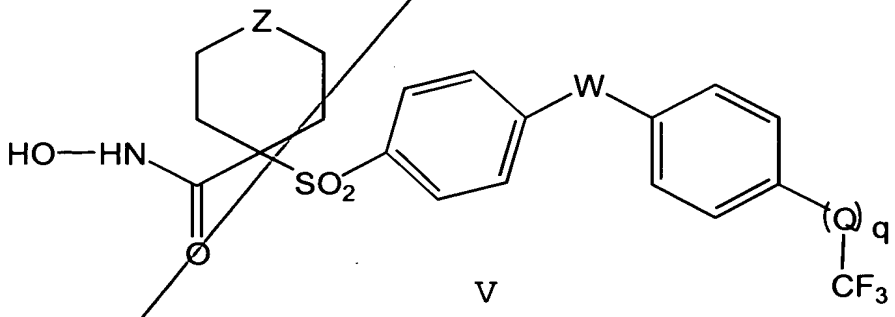
84. The compound or salt according to claim 83 wherein said R^{23} group is substituted at the para-position.

85. The compound or salt according to claim 84 wherein said R^{23} group is phenoxy.

86. The compound or salt according to claim 69 wherein said inhibitor corresponds in structure to the formula



87. A compound corresponding in structure to formula V, below, or a pharmaceutically acceptable salt thereof



V

wherein

Z is O, S or NR^6;

W and Q are independently oxygen (O), NR^6 or sulfur (S),

R^6 is selected from the group consisting of C_3-C_6-cycloalkyl, C_1-C_6-alkyl, C_3-C_6-alkenyl, C_3-C_6-alkynyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, amino-C_1-C_6-alkyl, aminosulfonyl, heteroaryl-C_1-C_6-alkyl, aryloxycarbonyl, and C_1-C_6-alkoxycarbonyl; and

q is zero or one such that when q is zero, Q is absent and the trifluoromethyl group is bonded directly to the depicted phenyl ring.

88. The compound or salt according to claim 87 wherein q is zero.

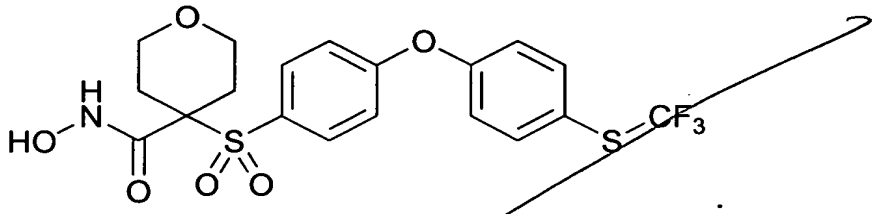
89. The compound or salt according to claim 87 wherein W is O.

90. The compound or salt according to claim 89 wherein q is zero.

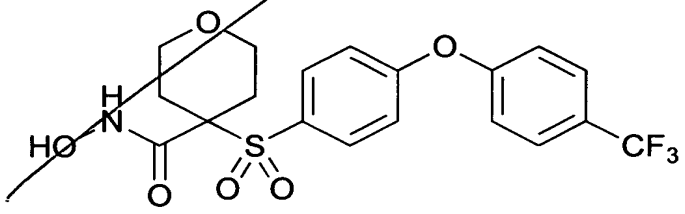
91. The compound or salt according to claim 89 wherein q is one and Q is O.

92. The compound or salt according to claim 89 wherein q is one and Q is S.

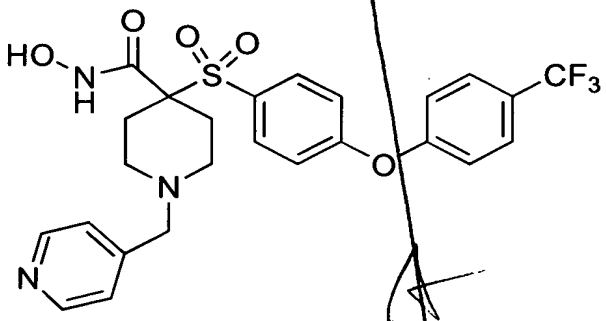
93. The compound or salt according to claim 87 wherein said inhibitor corresponds in structure to the formula



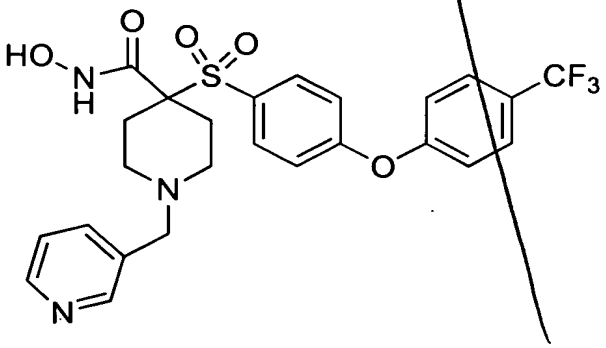
94. The compound or salt according to claim 87 wherein said inhibitor corresponds in structure to the formula



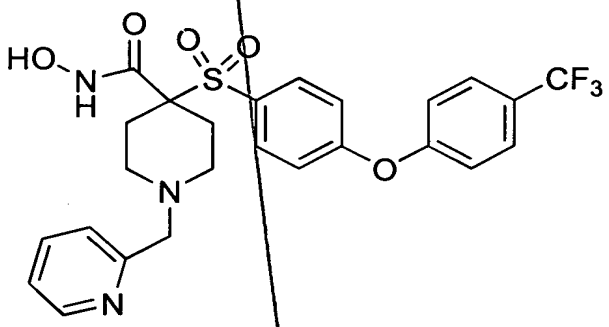
95. The compound or salt according to claim 87 wherein said inhibitor corresponds in structure to the formula



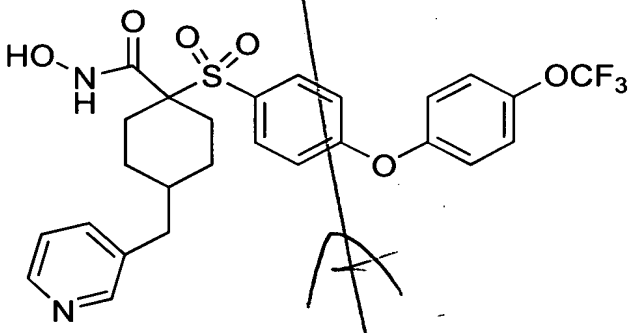
96. The compound or salt according to claim 87 wherein said inhibitor corresponds in structure to the formula



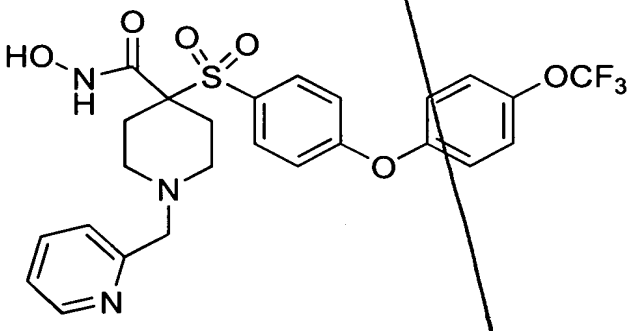
97. The compound or salt according to claim 87 wherein said inhibitor corresponds in structure to the formula



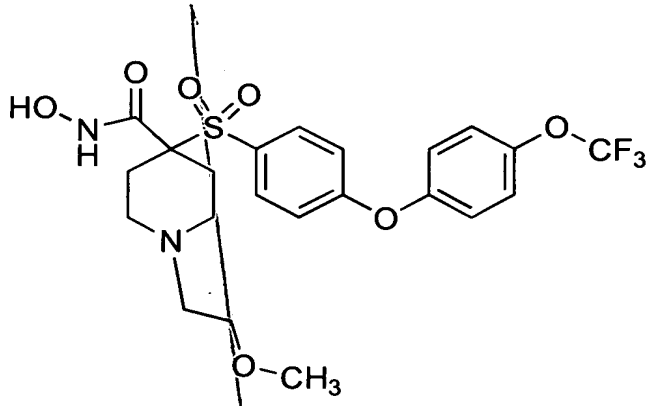
98. The compound or salt according to claim 87 wherein said inhibitor corresponds in structure to the formula



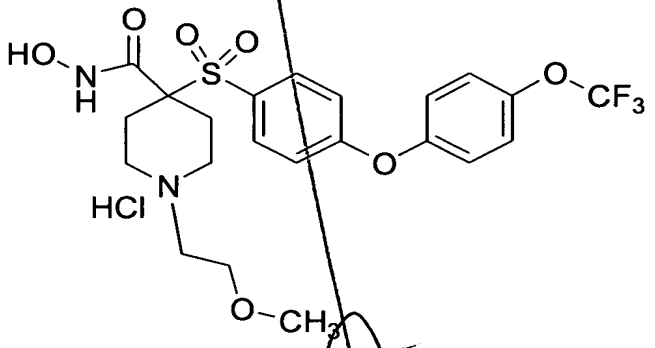
99. The compound or salt according to claim 87 wherein said inhibitor corresponds in structure to the formula



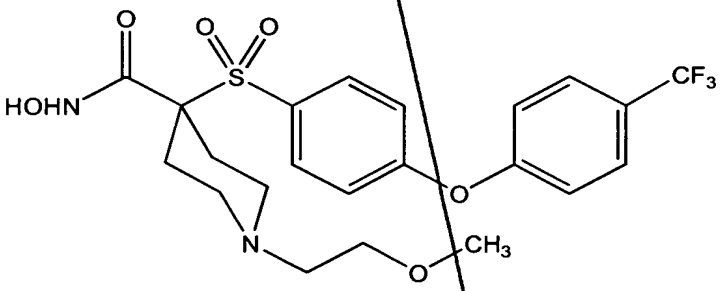
100. The compound or salt according to claim 87 wherein said inhibitor corresponds in structure to the formula



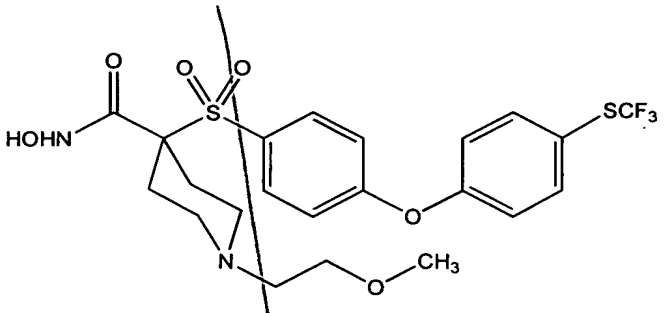
101. The compound or salt according to claim 100 wherein said inhibitor corresponds in structure to the formula



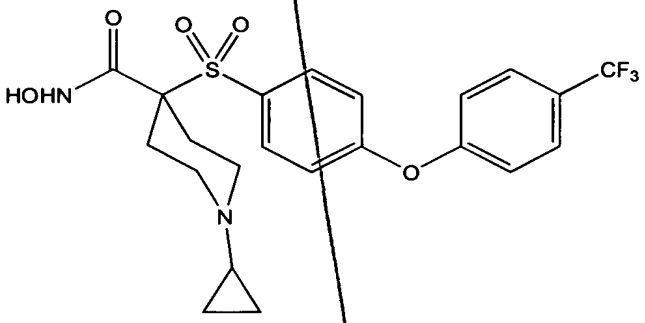
102. The compound or salt according to claim 87 wherein said inhibitor corresponds in structure to the formula



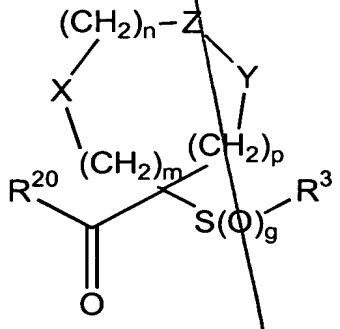
103. The compound or salt according to claim 87 wherein said inhibitor corresponds in structure to the formula



104. The compound or salt according to claim 87 wherein said inhibitor corresponds in structure to the formula



105. A compound corresponding in structure to formula VI, below



VI

wherein

g is zero, 1 or 2;

R^3 is an optionally substituted aryl or optionally substituted heteroaryl radical, and when

said aryl or heteroaryl radical is substituted, the substituent is (a) selected from the group consisting of an optionally substituted cycloalkyl, heterocycloalkyl, aryl, heteroaryl, aralkyl, heteroaralkyl, aralkoxy, heteroaralkoxy, aralkoxyalkyl, aryloxyalkyl, aralkanoylalkyl, arylcarbonylalkyl, aralkylaryl, aryloxyalkylaryl, aralkoxyaryl, arylazoaryl, arylhydrazinoaryl, alkylthioaryl, arylthioalkyl, alkylthioaralkyl, aralkylthioalkyl, an aralkylthioaryl radical, the sulfoxide or sulfone of any of the thio substituents, and a fused ring structure comprising two or more 5- or 6-membered rings selected from the group consisting of aryl, heteroaryl, cycloalkyl and heterocycloalkyl, and (b) is itself optionally substituted with one or more substituents independently selected from the group consisting of a cyano, perfluoroalkyl, trifluoromethoxy, trifluoromethylthio, haloalkyl, trifluoromethylalkyl, aralkoxycarbonyl, aryloxycarbonyl, hydroxy, halo, alkyl, alkoxy, nitro, thiol, hydroxycarbonyl, aryloxy, arylthio, aralkyl, aryl, arylcarbonylamino, heteroaryloxy, heteroarylthio, heteroaralkyl, cycloalkyl, heterocyclooxy, heterocyclothio, heterocycloamino, cycloalkyloxy, cycloalkylthio, heteroaralkoxy, heteroaralkylthio, aralkoxy, aralkylthio, aralkylamino, heterocyclo, heteroaryl, arylazo, hydroxycarbonylalkoxy, alkoxycarbonylalkoxy, alkanoyl, arylcarbonyl, aralkanoyl, alkanoyloxy, aralkanoyloxy, hydroxyalkyl, hydroxyalkoxy, alkylthio, alkoxyalkylthio, alkoxycarbonyl, aryloxyalkoxyaryl, arylthioalkylthioaryl, aryloxyalkylthioaryl, arylthioalkoxyaryl,

hydroxycarbonylalkoxy, hydroxycarbonylalkylthio, alkoxycarbonylalkoxy, alkoxycarbonylalkylthio, amino,

wherein the amino nitrogen is (i) unsubstituted, or (ii) substituted with one or two substituents that are independently selected from the group consisting of an alkyl, aryl, heteroaryl, aralkyl, cycloalkyl, aralkoxycarbonyl, alkoxycarbonyl, arylcarbonyl, aralkanoyl, heteroarylcarbonyl, heteroaralkanoyl and an alkanoyl group, or (iii) wherein the amino nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring containing zero to two additional heteroatoms that are nitrogen, oxygen or sulfur and which ring itself is (a) unsubstituted or (b) substituted with one or two groups independently selected from the group consisting of an aryl, alkyl, heteroaryl, aralkyl, heteroaralkyl, hydroxy, alkoxy, alkanoyl, cycloalkyl, heterocycloalkyl, alkoxycarbonyl, hydroxyalkyl, trifluoromethyl, benzofused heterocycloalkyl, hydroxyalkoxyalkyl, aralkoxycarbonyl, hydroxycarbonyl, aryloxycarbonyl, benzofused heterocycloalkoxy, benzofused cycloalkylcarbonyl, heterocyclo-alkylcarbonyl, and a cycloalkylcarbonyl group,

carbonylamino

wherein the carbonylamino nitrogen is (i) unsubstituted, or (ii) is the reacted amine of an amino acid, or (iii) substituted with one or two radicals selected from the group consisting of an alkyl, hydroxyalkyl, hydroxyheteroaralkyl, cycloalkyl, aralkyl, trifluoromethylalkyl,

heterocycloalkyl, benzofused heterocycloalkyl, benzofused heterocycloalkyl, benzofused cycloalkyl, and an N,N-dialkylsubstituted alkylamino-alkyl group, or (iv) the carboxamido nitrogen and two substituents bonded thereto together form a 5- to 8-membered heterocyclo, heteroaryl or benzofused heterocycloalkyl ring that is itself unsubstituted or substituted with one or two radicals independently selected from the group consisting of an alkyl, alkoxycarbonyl, nitro, heterocycloalkyl, hydroxy, hydroxycarbonyl, aryl, aralkyl, heteroaralkyl and an amino group,

wherein the amino nitrogen is (i) unsubstituted, or (ii) substituted with one or two substituents that are independently selected from the group consisting of alkyl, aryl, and heteroaryl, or (iii) wherein the amino nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring, and an aminoalkyl group

wherein the aminoalkyl nitrogen is (i) unsubstituted, or (ii) substituted with one or two substituents independently selected from the group consisting of an alkyl, aryl, aralkyl, cycloalkyl, aralkoxycarbonyl, alkoxycarbonyl, and an alkanoyl group, or (iii) wherein the aminoalkyl nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring, or is an aryl or heteroaryl group that is substituted with a nucleophilically displaceable leaving group;

m is zero, 1 or 2;

n is zero, 1 or 2;

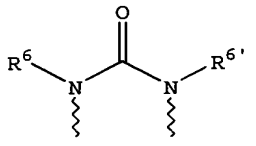
p is zero, 1 or 2;

the sum of m + n + p = 1, 2, 3 or 4;

(a) one of X, Y and Z is selected from the group consisting of $C(O)$, NR^6, O, S, $S(O)$, $S(O)_2$ and $NS(O)_2R^7$, and the remaining two of X, Y and Z are CR^8R^9, and $CR^{10}R^{11}$, or

(b) X and Z or Z and Y together constitute a moiety that is selected from the group consisting of $NR^6C(O)$, $NR^6S(O)$, $NR^6S(O)_2$, NR^6S, NR^6O, SS, NR^6NR^6 and $OC(O)$, with the remaining one of X, Y and Z being CR^8R^9, or

(c) n is zero and X, Y and Z together constitute a moiety selected from the group consisting of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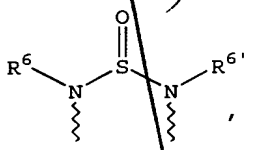
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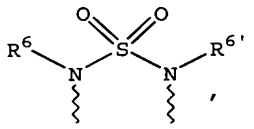
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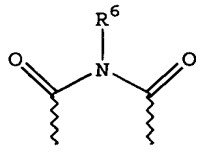
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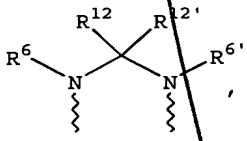
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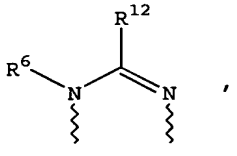
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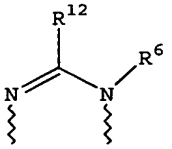
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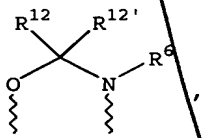
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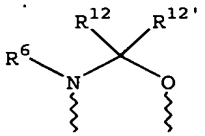
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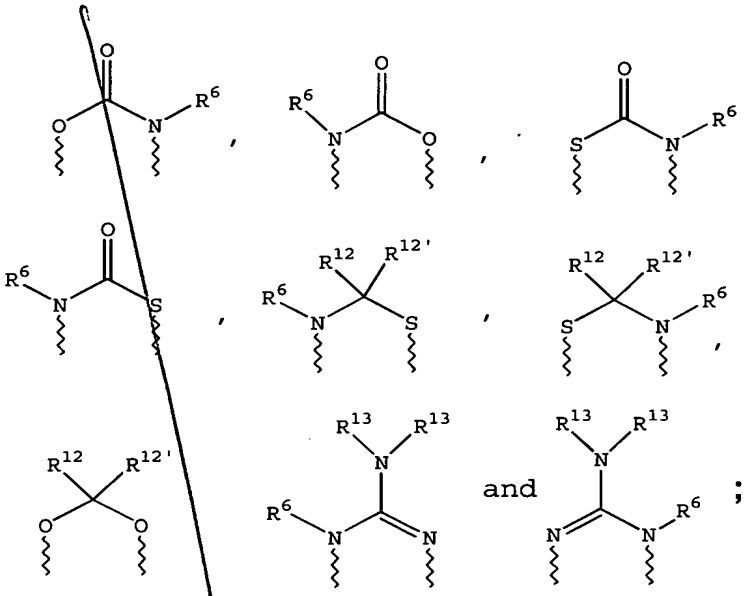


and ;

wherein wavy lines are bonds to the atoms of the depicted ring;

R^6 and $R^{6'}$ are independently selected from the group consisting of hydrido, formyl, sulfonic-C_1-C_6-alkyl, C_1-C_6-alkoxycarbonyl-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, C_1-C_6-alkylcarbonyl-C_1-C_6-alkyl, R^8R^9-aminocarbonyl-C_1-C_6-alkyl, C_1-C_6-alkoxycarbonyl-C_1-C_6-alkylcarbonyl, hydroxycarbonyl-C_1-C_6-alkylcarbonyl, C_1-C_6-alkylcarbonyl-C_1-C_6-alkylcarbonyl, C_1-C_6-alkoxycarbonylcarbonyl, hydroxycarbonylcarbonyl, C_1-C_6-alkylcarbonylcarbonyl, R^8R^9-aminocarbonylcarbonyl, C_1-C_6-alkanoyl, aryl-C_1-C_6-alkyl, aroyl, bis(C_1-C_6-alkoxy-C_1-C_6-alkyl)-C_1-C_6-alkyl, C_1-C_6-alkyl, C_1-C_6-haloalkyl, C_1-C_6-perfluoroalkyl, C_1-C_6-trifluoromethylalkyl, C_1-C_6-perfluoroalkoxy-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, C_3-C_6-cycloalkyl, heteroarycarbonyl,

heterocyclocarbonyl, C_3-C_8-heterocycloalkyl, C_3-C_8-heterocycloalkylcarbonyl, aryl, C_5-C_6-heterocyclo, C_5-C_6-heteroaryl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, heteroaryl-C_1-C_6-alkoxy-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, arylsulfonyl, C_1-C_6-alkylsulfonyl, C_5-C_6-heteroarylsulfonyl, carboxy-C_1-C_6-alkyl, C_1-C_4-alkoxycarbonyl-C_1-C_6-alkyl, aminocarbonyl, C_1-C_6-alkyl(R^8N)iminocarbonyl, aryl(R^8N)iminocarbonyl, C_5-C_6-heterocyclo(R^8N)iminocarbonyl, arylthio-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, arylthio-C_3-C_6-alkenyl, C_1-C_4-alkylthio-C_3-C_6-alkenyl, C_5-C_6-heteroaryl-C_1-C_6-alkyl, halo-C_1-C_6-alkanoyl, hydroxy-C_1-C_6-alkanoyl, thiol-C_1-C_6-alkanoyl, C_3-C_6-alkenyl, C_3-C_6-alkynyl, C_1-C_4-alkoxy-C_1-C_4-alkyl, C_1-C_5-alkoxycarbonyl, aryloxycarbonyl, NR^8R^9-(R^8)iminomethyl, NR^8R^9-C_1-C_5-alkylcarbonyl, hydroxy-C_1-C_5-alkyl, R^8R^9-aminocarbonyl, R^8R^9-aminocarbonyl-C_1-C_6-alkylcarbonyl, hydroxyaminocarbonyl, R^8R^9-aminosulfonyl, R^8R^9-aminosulfon-C_1-C_6-alkyl, R^8R^9-amino-C_1-C_6-alkylsulfonyl and an R^8R^9-amino-C_1-C_6-alkyl group;

R^7 is selected from the group consisting of a arylalkyl, aryl, heteroaryl, heterocyclo, C_1-C_6-alkyl, C_3-C_6-alkynyl, C_3-C_6-alkenyl, C_1-C_6-carboxyalkyl and a C_1-C_6-hydroxyalkyl group;

R^8 and R^9 and R^{10} and R^{11} are independently selected from the group consisting of a hydrido, hydroxy, C_1-C_6-alkyl, C_1-C_6-alkanoyl, aroyl, aryl, ar-C_1-C_6-alkyl, heteroaryl, heteroar-C_1-C_6-alkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl, thiol-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, cycloalkyl, cycloalkyl-C_1-C_6-alkyl, heterocycloalkyl-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, aralkoxy-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkoxy-C_1-C_6-alkyl, hydroxy-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, hydroxycarbonylar-C_1-C_6-alkyl, aminocarbonyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, arylthio-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, the sulfoxide or sulfone of any said thio substituents, perfluoro-C_1-C_6-alkyl, trifluoromethyl-C_1-C_6-alkyl, halo-C_1-C_6-alkyl, alkoxycarbonylamino-C_1-C_6-alkyl and an amino-C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two radicals independently selected from the group consisting of C_1-C_6-alkyl, ar-C_1-C_6-alkyl, cycloalkyl and C_1-C_6-alkanoyl, or wherein R^8 and R^9 or R^{10} and R^{11} and the carbon to which they are bonded form a carbonyl group, or wherein R^8 and R^9 or R^{10} and R^{11}, or R^8 and R^{10} together with the atoms to which they are bonded form a 5- to 8-membered carbocyclic ring, or a 5- to 8-membered heterocyclic or heteroaryl ring containing one or two heteroatoms that are nitrogen,

oxygen, or sulfur, with the proviso that only one of R^8 and R^9 or R^{10} and R^{11} is hydroxy;

R^{12} and $R^{12'}$ are independently selected from the group consisting of a hydrido, C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl, heteroaryl, heteroaralkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl, thiol-C_1-C_6-alkyl, cycloalkyl, cycloalkyl-C_1-C_6-alkyl, heterocycloalkyl-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, amino-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkoxy-C_1-C_6-alkyl, hydroxy-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, hydroxycarbonylar-C_1-C_6-alkyl, aminocarbonyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, arylthio-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, the sulfoxide or sulfone of any said thio substituents, perfluoro-C_1-C_6-alkyl, trifluoromethyl-C_1-C_6-alkyl, halo-C_1-C_6-alkyl, alkoxycarbonylamino-C_1-C_6-alkyl and an amino-C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two radicals independently selected from the group consisting of C_1-C_6-alkyl, ar-C_1-C_6-alkyl, cycloalkyl and C_1-C_6-alkanoyl;

R^{13} is selected from the group consisting of a hydrido, benzyl, phenyl, C_1-C_6-alkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl and a C_1-C_6-hydroxyalkyl group; and

R^{20} is (a) -O-R^{21}, wherein R^{21} is selected from the group consisting of a hydrido, C_1-C_6-alkyl,

aryl, ar-C_1-C_6-alkyl group and a pharmaceutically acceptable cation, (b) -NH-O-R^{22}, wherein R^{22} is a selectively removable protecting group such as a 2-tetrahydropyranyl, benzyl, p-methoxybenzyl, carbonyl-C_1-C_6-alkoxy, trisubstituted silyl group, an o-nitrophenyl group, and a peptide synthesis resin, wherein the trisubstituted silyl group is substituted with C_1-C_6-alkyl, aryl, or ar-C_1-C_6-alkyl or a mixture thereof, (c) -NH-O-R^{14}, where R^{14} is hydrido, a pharmaceutically acceptable cation or C(W)R^{25} where W is O or S and R^{25} is selected from the group consisting of an C_1-C_6-alkyl, aryl, C_1-C_6-alkoxy, heteroaryl-C_1-C_6-alkyl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, aryloxy, ar-C_1-C_6-alkoxy, ar-C_1-C_6-alkyl, heteroaryl and amino C_1-C_6-alkyl group wherein the amino C_1-C_6-alkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two substituents independently selected from the group consisting of an C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, ar-C_1-C_6-alkoxycarbonyl, C_1-C_6-alkoxycarbonyl, and C_1-C_6-alkanoyl radical, or (iii) wherein the amino C_1-C_6-alkyl nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring, or (d) -$NR^{26}R^{27}$, where R^{26} and R^{27} are independently selected from the group consisting of a hydrido, C_1-C_6-alkyl, amino C_1-C_6-alkyl, hydroxy C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl group, or R^{26} and R^{27} together with the depicted nitrogen atom form a 5- to 8-membered ring

containing zero or one additional heteroatom that is oxygen, nitrogen or sulfur.

106. The compound according to claim 105 wherein R^3 is the substituent G-A-R-E-Y wherein

G is an aryl or heteroaryl group;

A is selected from the group consisting of

(1) -O-;

(2) -S-;

(3) $-NR^{17}-$;

(4) $-CO-N(R^{17})$ or $-N(R^{17})-CO-$, wherein R^{17} is hydrogen, C_1-C_4-alkyl, or phenyl;

(5) -CO-O- or -O-CO-;

(6) -O-CO-O-;

(7) -HC=CH-;

(8) -NH-CO-NH-;

(9) -C≡C-;

(10) -NH-CO-O- or -O-CO-NH-;

(11) -N=N-;

(12) -NH-NH-; and

(13) $-CS-N(R^{18})-$ or $-N(R^{18})-CS-$, wherein R^{18} is hydrogen C_1-C_4-alkyl, or phenyl; or

(14) A is absent and G is bonded directly to R;

R is a moiety selected from the group consisting of alkyl, alkoxyalkyl, aryl, heteroaryl, cycloalkyl, heterocycloalkyl, aralkyl, heteroaralkyl, heterocycloalkylalkyl, cycloalkylalkyl, cycloalkoxyalkyl, heterocycloalkoxyalkyl,

aryloxyalkyl, heteroaryloxyalkyl, arylthioalkyl, heteroarylthioalkyl, cycloalkylthioalkyl, and a heterocycloalkylthioalkyl group wherein the aryl or heteroaryl or cycloalkyl or heterocycloalkyl substituent is (i) unsubstituted or (ii) substituted with one or two radicals selected from the group consisting of a halo, alkyl, perfluoroalkyl, perfluoroalkoxy, perfluoroalkylthio, trifluoromethylalkyl, amino, alkoxycarbonylalkyl, alkoxy, C_1-C_2-alkylene-dioxy, hydroxycarbonylalkyl, hydroxycarbonylalkylamino, nitro, hydroxy, hydroxyalkyl, alkanoylamino, and a alkoxycarbonyl group, and R is other than alkyl or alkoxyalkyl when A is -O- or -S-;

E is selected from the group consisting of

(1) $-CO(R^{19})-$ or $-(R^{19})CO-$, wherein R^{19} is a heterocycloalkyl, or a cycloalkyl group;

(2) -CONH- or -HNCO-; and

(3) -CO-;

(4) $-SO_2-R^{19}-$ or $-R^{19}-SO_2-$;

(5) $-SO_2-$;

(6) $-NH-SO_2-$ or $-SO_2-NH-$; or

(7) E is absent and R is bonded directly to Y; and

Y is absent or is selected from the group consisting of a hydrido, alkyl, alkoxy, haloalkyl, aryl, aralkyl, cycloalkyl, heteroaryl, hydroxy, aryloxy, aralkoxy, heteroaryloxy, heteroaralkyl, perfluoroalkoxy, perfluoroalkylthio,

trifluoromethylalkyl, alkenyl, heterocycloalkyl, cycloalkyl, trifluoromethyl, alkoxycarbonyl, and a aminoalkyl group, wherein the aryl or heteroaryl or heterocycloalkyl group is (i) unsubstituted or (ii) substituted with one or two radicals independently selected from the group consisting of an alkanoyl, halo, nitro, aralkyl, aryl, alkoxy, and an amino group wherein the amino nitrogen is (i) unsubstituted or (ii) substituted with one or two groups independently selected from hydrido, alkyl, and an aralkyl group.

107. The compound according to claim 106 wherein said -G-A-R-E-Y substituent contains two to four carbocyclic or heterocyclic rings.

108. The compound according to claim 107 wherein each of the two to four rings is 6-membered.

109. The compound according to claim 106 wherein said -G-A-R-E-Y substituent has a length that is greater than a hexyl group and a length that is less than that of a stearyl group.

110. The compound according to claim 106 wherein A is -O- or -S-.

111. The compound according to claim 106 wherein R is an aryl, heteroaryl, cycloalkyl or heterocycloalkyl group.

112. The compound according to claim 106 wherein E is absent.

113. The compound according to claim 106 wherein Y is selected from the group consisting of hydrido, an alkyl, alkoxy, perfluoroalkoxy and a perfluoroalkylthio group.

114. The compound according to claim 105 wherein R^{14} is hydrido.

115. The compound according to claim 105 wherein W of the $C(W)R^{25}$ is O and R^{25} is a C_1-C_6-alkyl, aryl, C_1-C_6-alkoxy, heteroaryl-C_1-C_6-alkyl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, or aryloxy group.

116. The compound according to claim 105 wherein R^3 is a single-ringed aryl or heteroaryl group that is 5- or 6-membered, and is itself substituted at its own 4-position when a 6-membered ring and at its own 3- or 4-position when a 5-membered ring with a substituent selected from the group consisting of a thiophenoxy, 4-chloro-phenoxy, 3-chlorophenoxy, 4-methoxyphenoxy, 3-benzodioxol-5-yloxy, 3,4-dimethylphenoxy, 4-fluorophenoxy, 4-fluorothiophenoxy, phenoxy, 4-trifluoro-methoxyphenoxy, 4-trifluoromethylphenoxy, 4-(trifluoromethylthio)phenoxy, 4-(trifluoromethyl-thio)thiophenoxy, 4-chloro-3-fluorophenoxy, 4-isopropoxyphenoxy, 4-isopropylphenoxy, (2-methyl-1,3-benzothiazol-5-yl)oxy, 4-(1H-imidazol-1-yl)phenoxy,

4-chloro-3-methylphenoxy, 3-methyl-phenoxy, 4-ethoxyphenoxy, 3,4-difluorophenoxy, 4-chloro-3-methylphenoxy, 4-fluoro-3-chlorophenoxy, 4-(1H-1,2,4-triazol-1-yl)phenoxy, 3,5-difluorophenoxy, 3,4-dichlorophenoxy, 4-cyclopentylphenoxy, 4-bromo-3-methylphenoxy, 4-bromophenoxy, 4-methylthiophenoxy, 4-phenylphenoxy, 4-benzylphenoxy, 6-quinolinyloxy, 4-amino-3-methylphenoxy, 3-methoxyphenoxy, 5,6,7,8-tetrahydro-2-naphthalenyloxy, 3-hydroxymethylphenoxy, and a 4-benzyloxyphenoxy group.

117. The compound according to claim 105 wherein said selectively removable protecting group is selected from the group consisting of a 2-tetrahydropyranyl, benzyl, p-methoxybenzyloxy-carbonyl, benzyloxycarbonyl, C_1-C_6-alkoxycarbonyl, C_1-C_6-alkoxy-CH_2- , C_1-C_6-alkoxy-C_1-C_6-alkoxy-CH_2- and an o-nitrophenyl group.

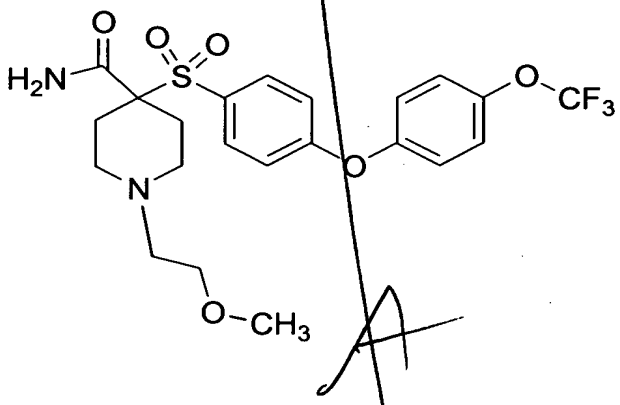
118. The compound according to claim 105 wherein said nucleophilically displaceable leaving group is selected from the group consisting of a halo, nitro, azido, phenylsulfoxido, aryloxy, C_1-C_6-alkoxy, a C_1-C_6-alkylsulfonate or arylsulfonate group and a trisubstituted ammonium group in which the three substituents are independently aryl, ar- C_1-C_6-alkyl or C_1-C_6-alkyl.

119. The compound according to claim 105 wherein g is zero.

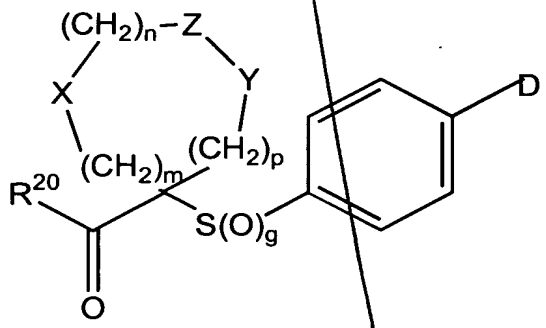
120. The compound according to claim 105 wherein R^{20} is $-NR^{26}R^{27}$.

121. The compound according to claim 120 wherein R^{26} and R^{27} are both hydrido.

122. A compound that corresponds in styructure to the formula below, or a pharmaceutically acceptable salt thereof



123. An intermediate compound that corresponds in structure to formula VII, below



VII

wherein

g is zero, 1 or 2;

D is a nucleophilically displaceable leaving group;

m is zero, 1 or 2;

n is zero, 1 or 2;

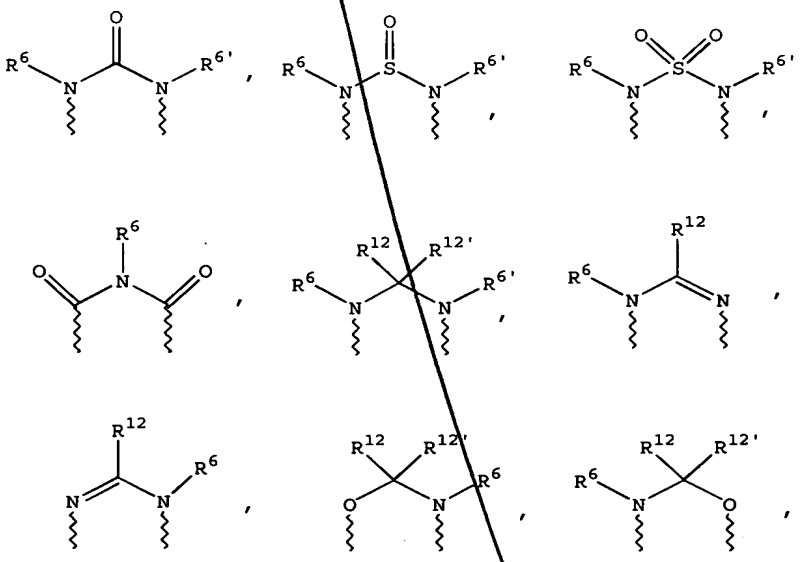
p is zero, 1 or 2;

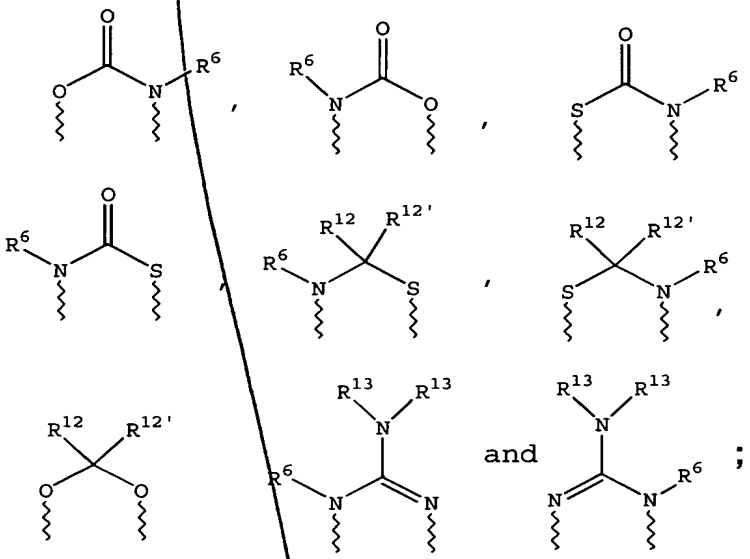
the sum of m + n + p = 1, 2, 3 or 4;

(a) one of X, Y and Z is selected from the group consisting of C(O), NR^6, O, S, S(O), $S(O)_2$ and $NS(O)_2R^7$, and the remaining two of X, Y and Z are CR^8R^9, and $CR^{10}R^{11}$, or

(b) X and Z or Z and Y together constitute a moiety that is selected from the group consisting of $NR^6C(O)$, $NR^6S(O)$, $NR^6S(O)_2$, NR^6S, NR^6O, SS, NR^6NR^6 and OC(O), with the remaining one of X, Y and Z being CR^8R^9, or

(c) n is zero and X, Y and Z together constitute a moiety selected from the group consisting of





and ;

wherein wavy lines are bonds to the atoms of the depicted ring;

R^6 and $R^{6'}$ are independently selected from the group consisting of hydrido, formyl, sulfonic-C_1-C_6-alkyl, C_1-C_6-alkoxycarbonyl-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, C_1-C_6-alkylcarbonyl-C_1-C_6-alkyl, R^8R^9-aminocarbonyl-C_1-C_6-alkyl, C_1-C_6-alkoxycarbonyl-C_1-C_6-alkylcarbonyl, hydroxycarbonyl-C_1-C_6-alkylcarbonyl, C_1-C_6-alkylcarbonyl-C_1-C_6-alkylcarbonyl, C_1-C_6-alkoxycarbonylcarbonyl, hydroxycarbonylcarbonyl, C_1-C_6-alkylcarbonylcarbonyl, R^8R^9-aminocarbonylcarbonyl, C_1-C_6-alkanoyl, aryl-C_1-C_6-alkyl, aroyl, bis(C_1-C_6-alkoxy-C_1-C_6-alkyl)-C_1-C_6-alkyl, C_1-C_6-alkyl, C_1-C_6-haloalkyl, C_1-C_6-perfluoroalkyl, C_1-C_6-trifluoromethylalkyl, C_1-C_6-perfluoroalkoxy-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, C_3-C_6-cycloalkyl, heteroarycarbonyl,

heterocyclocarbonyl, C_3-C_8-heterocycloalkyl, C_3-C_8-heterocycloalkylcarbonyl, aryl, C_5-C_6-heterocyclo, C_5-C_6-heteroaryl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, heteroaryl-C_1-C_6-alkoxy-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, arylsulfonyl, C_1-C_6-alkylsulfonyl, C_5-C_6-heteroarylsulfonyl, carboxy-C_1-C_6-alkyl, C_1-C_4-alkoxycarbonyl-C_1-C_6-alkyl, aminocarbonyl, C_1-C_6-alkyl(R^8N)iminocarbonyl, aryl(R^8N)iminocarbonyl, C_5-C_6-heterocyclo(R^8N)iminocarbonyl, arylthio-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, arylthio-C_3-C_6-alkenyl, C_1-C_4-alkylthio-C_3-C_6-alkenyl, C_5-C_6-heteroaryl-C_1-C_6-alkyl, halo-C_1-C_6-alkanoyl, hydroxy-C_1-C_6-alkanoyl, thiol-C_1-C_6-alkanoyl, C_3-C_6-alkenyl, C_3-C_6-alkynyl, C_1-C_4-alkoxy-C_1-C_4-alkyl, C_1-C_5-alkoxycarbonyl, aryloxycarbonyl, NR^8R^9-(R^8)iminomethyl, NR^8R^9-C_1-C_5-alkylcarbonyl, hydroxy-C_1-C_5-alkyl, R^8R^9-aminocarbonyl, R^8R^9-aminocarbonyl-C_1-C_6-alkylcarbonyl, hydroxyaminocarbonyl, R^8R^9-aminosulfonyl, R^8R^9-aminosulfon-C_1-C_6-alkyl, R^8R^9-amino-C_1-C_6-alkylsulfonyl and an R^8R^9-amino-C_1-C_6-alkyl group;

R^7 is selected from the group consisting of a arylalkyl, aryl, heteroaryl, heterocyclo, C_1-C_6-alkyl, C_3-C_6-alkynyl, C_3-C_6-alkenyl, C_1-C_6-carboxyalkyl and a C_1-C_6-hydroxyalkyl group;

R^8 and R^9 and R^{10} and R^{11} are independently selected from the group consisting of a hydrido, hydroxy, C_1-C_6-alkyl, C_1-C_6-alkanoyl, aroyl, aryl, ar-C_1-C_6-alkyl, heteroaryl, heteroar-C_1-C_6-alkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl, thiol-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, cycloalkyl, cycloalkyl-C_1-C_6-alkyl, heterocycloalkyl-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, aralkoxy-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkoxy-C_1-C_6-alkyl, hydroxy-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, hydroxycarbonylar-C_1-C_6-alkyl, aminocarbonyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, arylthio-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, the sulfoxide or sulfone of any said thio substituents, perfluoro-C_1-C_6-alkyl, trifluoromethyl-C_1-C_6-alkyl, halo-C_1-C_6-alkyl, alkoxycarbonylamino-C_1-C_6-alkyl and an amino-C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two radicals independently selected from the group consisting of C_1-C_6-alkyl, ar-C_1-C_6-alkyl, cycloalkyl and C_1-C_6-alkanoyl, or wherein R^8 and R^9 or R^{10} and R^{11} and the carbon to which they are bonded form a carbonyl group, or wherein R^8 and R^9 or R^{10} and R^{11}, or R^8 and R^{10} together with the atoms to which they are bonded form a 5- to 8-membered carbocyclic ring, or a 5- to 8-membered heterocyclic or heteroaryl ring containing one or two heteroatoms that are nitrogen,

oxygen, or sulfur, with the proviso that only one of R^8 and R^9 or R^{10} and R^{11} is hydroxy;

R^{12} and $R^{12'}$ are independently selected from the group consisting of a hydrido, C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl, heteroaryl, heteroaralkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl, thiol-C_1-C_6-alkyl, cycloalkyl, cycloalkyl-C_1-C_6-alkyl, heterocycloalkyl-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, amino-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkoxy-C_1-C_6-alkyl, hydroxy-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, hydroxycarbonylar-C_1-C_6-alkyl, aminocarbonyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, arylthio-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, the sulfoxide or sulfone of any said thio substituents, perfluoro-C_1-C_6-alkyl, trifluoromethyl-C_1-C_6-alkyl, halo-C_1-C_6-alkyl, alkoxycarbonylamino-C_1-C_6-alkyl and an amino-C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two radicals independently selected from the group consisting of C_1-C_6-alkyl, ar-C_1-C_6-alkyl, cycloalkyl and C_1-C_6-alkanoyl;

R^{13} is selected from the group consisting of a hydrido, benzyl, phenyl, C_1-C_6-alkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl and a C_1-C_6-hydroxyalkyl group; and

R^{20} is (a) -O-R^{21}, wherein R^{21} is selected from the group consisting of a hydrido, C_1-C_6-alkyl,

aryl, ar-C_1-C_6-alkyl group and a pharmaceutically acceptable cation, (b) -NH-O-R^{22}, wherein R^{22} is a selectively removable protecting group such as a 2-tetrahydropyranyl, benzyl, p-methoxybenzyl, carbonyl-C_1-C_6-alkoxy, trisubstituted silyl group, an o-nitrophenyl group, and a peptide synthesis resin, wherein the trisubstituted silyl group is substituted with C_1-C_6-alkyl, aryl, or ar-C_1-C_6-alkyl or a mixture thereof, (c) -NH-O-R^{14}, where R^{14} is hydrido, a pharmaceutically acceptable cation or C(W)R^{25} where W is O or S and R^{25} is selected from the group consisting of an C_1-C_6-alkyl, aryl, C_1-C_6-alkoxy, heteroaryl-C_1-C_6-alkyl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, aryloxy, ar-C_1-C_6-alkoxy, ar-C_1-C_6-alkyl, heteroaryl and amino C_1-C_6-alkyl group wherein the amino C_1-C_6-alkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two substituents independently selected from the group consisting of an C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, ar-C_1-C_6-alkoxycarbonyl, C_1-C_6-alkoxycarbonyl, and C_1-C_6-alkanoyl radical, or (iii) wherein the amino C_1-C_6-alkyl nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring, or (d) -N$R^{26}R^{27}$, where R^{26} and R^{27} are independently selected from the group consisting of a hydrido, C_1-C_6-alkyl, amino C_1-C_6-alkyl, hydroxy C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl group, or R^{26} and R^{27} together with the depicted nitrogen atom form a 5- to 8-membered ring containing

zero or one additional heteroatom that is oxygen, nitrogen or sulfur.

124. The compound according to claim 123 wherein said selectively removable protecting group is selected from the group consisting of a 2-tetrahydropyranyl, C_1-C_6-acyl, aroyl, benzyl, p-methoxybenzyloxycarbonyl, benzyloxycarbonyl, C_1-C_6-alkoxycarbonyl, C_1-C_6-alkoxy-CH_2-, C_1-C_6-alkoxy-C_1-C_6-alkoxy-CH_2- and an o-nitrophenyl group.

125. The compound according to claim 123 wherein said nucleophilically displaceable leaving group, D, is selected from the group consisting of a halo, nitro, azido, phenylsulfoxido, aryloxy, C_1-C_6-alkoxy, a C_1-C_6-alkylsulfonate or arylsulfonate group and a trisubstituted ammonium group in which the three substituents are independently aryl, ar- C_1-C_6-alkyl or C_1-C_6-alkyl.

126. The compound according to claim 123 wherein said halo group is fluoro.

127. The compound according to claim 123 wherein g is zero.

Sub B17

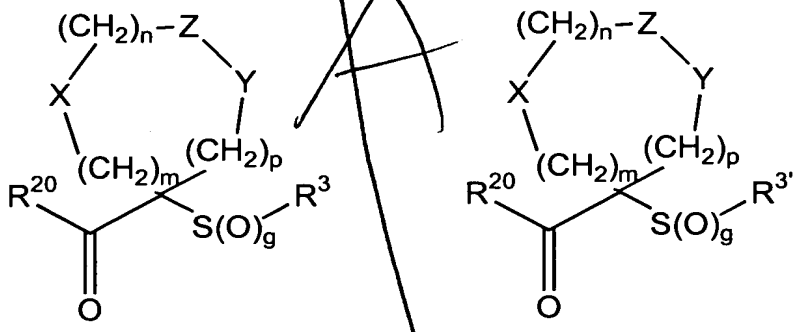
~~128. A pharmaceutical composition that~~ comprises a compound according to claim 52 dissolved or dispersed in a pharmaceutically acceptable carrier.

129. A pharmaceutical composition that comprises a compound according to claim 62 dissolved or dispersed in a pharmaceutically acceptable carrier.

130. A pharmaceutical composition that comprises a compound according to claim 69 dissolved or dispersed in a pharmaceutically acceptable carrier.

131. A pharmaceutical composition that comprises a compound according to claim 87 dissolved or dispersed in a pharmaceutically acceptable carrier.

132. A process for forming a metalloprotease inhibitor compound product or intermediate compound product therefore that comprises the step of coupling an intermediate compound with another moiety, wherein said intermediate compound corresponds in structure to formula VIB, below, and said product corresponds in structure to formula VIA, below:



VIA VIB

wherein

g is zero, 1 or 2;

$R^{3'}$ is an aryl or heteroaryl group that is substituted with a coupling substituent reactive for coupling with another moiety ;

R^3 is an optionally substituted aryl or optionally substituted heteroaryl radical, and when said aryl or heteroaryl radical is substituted, the substituent is (a) selected from the group consisting of an optionally substituted cycloalkyl, heterocycloalkyl, aryl, heteroaryl, aralkyl, heteroaralkyl, aralkoxy, heteroaralkoxy, aralkoxyalkyl, aryloxyalkyl, aralkanoylalkyl, arylcarbonylalkyl, aralkylaryl, aryloxyalkylaryl, aralkoxyaryl, arylazoaryl, arylhydrazinoaryl, alkylthioaryl, arylthioalkyl, alkylthioaralkyl, aralkylthioalkyl, an aralkylthioaryl radical, the sulfoxide or sulfone of any of the thio substituents, and a fused ring structure comprising two or more 5- or 6-membered rings selected from the group consisting of aryl, heteroaryl, cycloalkyl and heterocycloalkyl, and (b) is itself optionally substituted with one or more substituents independently selected from the group consisting of a cyano, perfluoroalkyl, trifluoromethoxy, trifluoromethylthio, haloalkyl, trifluoromethylalkyl, aralkoxycarbonyl, aryloxycarbonyl, hydroxy, halo, alkyl, alkoxy, nitro, thiol, hydroxycarbonyl, aryloxy, arylthio, aralkyl, aryl, arylcarbonylamino, heteroaryloxy, heteroarylthio, heteroaralkyl, cycloalkyl, heterocyclooxy, heterocyclothio, heterocycloamino, cycloalkyloxy, cycloalkylthio, heteroaralkoxy, heteroaralkylthio, aralkoxy,

aralkylthio, aralkylamino, heterocyclo, heteroaryl, arylazo, hydroxycarbonylalkoxy, alkoxycarbonylalkoxy, alkanoyl, arylcarbonyl, aralkanoyl, alkanoyloxy, aralkanoyloxy, hydroxyalkyl, hydroxyalkoxy, alkylthio, alkoxyalkylthio, alkoxycarbonyl, aryloxyalkoxyaryl, arylthioalkylthioaryl, aryloxyalkylthioaryl, arylthioalkoxyaryl, hydroxycarbonylalkoxy, hydroxycarbonylalkylthio, alkoxycarbonylalkoxy, alkoxycarbonylalkylthio, amino, wherein the amino nitrogen is (i) unsubstituted, or (ii) substituted with one or two substituents that are independently selected from the group consisting of an alkyl, aryl, heteroaryl, aralkyl, cycloalkyl, aralkoxycarbonyl, alkoxycarbonyl, arylcarbonyl, aralkanoyl, heteroarylcarbonyl, heteroaralkanoyl and an alkanoyl group, or (iii) wherein the amino nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring containing zero to two additional heteroatoms that are nitrogen, oxygen or sulfur and which ring itself is (a) unsubstituted or (b) substituted with one or two groups independently selected from the group consisting of an aryl, alkyl, heteroaryl, aralkyl, heteroaralkyl, hydroxy, alkoxy, alkanoyl, cycloalkyl, heterocycloalkyl, alkoxycarbonyl, hydroxyalkyl, trifluoromethyl, benzofused heterocycloalkyl, hydroxyalkoxyalkyl, aralkoxycarbonyl, hydroxycarbonyl, aryloxycarbonyl, benzofused heterocycloalkoxy, benzofused cycloalkylcarbonyl, heterocyclo-alkylcarbonyl, and a cycloalkylcarbonyl group,

carbonylamino

wherein the carbonylamino nitrogen is (i) unsubstituted, or (ii) is the reacted amine of an amino acid, or (iii) substituted with one or two radicals selected from the group consisting of an alkyl, hydroxyalkyl, hydroxyheteroaralkyl, cycloalkyl, aralkyl, trifluoromethylalkyl, heterocycloalkyl, benzofused heterocycloalkyl, benzofused heterocycloalkyl, benzofused cycloalkyl, and an N,N-dialkylsubstituted alkylamino-alkyl group, or (iv) the carboxamido nitrogen and two substituents bonded thereto together form a 5- to 8-membered heterocyclo, heteroaryl or benzofused heterocycloalkyl ring that is itself unsubstituted or substituted with one or two radicals independently selected from the group consisting of an alkyl, alkoxycarbonyl, nitro, heterocycloalkyl, hydroxy, hydroxycarbonyl, aryl, aralkyl, heteroaralkyl and an amino group,

wherein the amino nitrogen is (i) unsubstituted, or (ii) substituted with one or two substituents that are independently selected from the group consisting of alkyl, aryl, and heteroaryl, or (iii) wherein the amino nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring,

and an aminoalkyl group

wherein the aminoalkyl nitrogen is (i) unsubstituted, or (ii) substituted with one or two substituents independently selected from the group

consisting of an alkyl, aryl, aralkyl, cycloalkyl, aralkoxycarbonyl, alkoxycarbonyl, and an alkanoyl group, or (iii) wherein the aminoalkyl nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring;

m is zero, 1 or 2;

n is zero, 1 or 2;

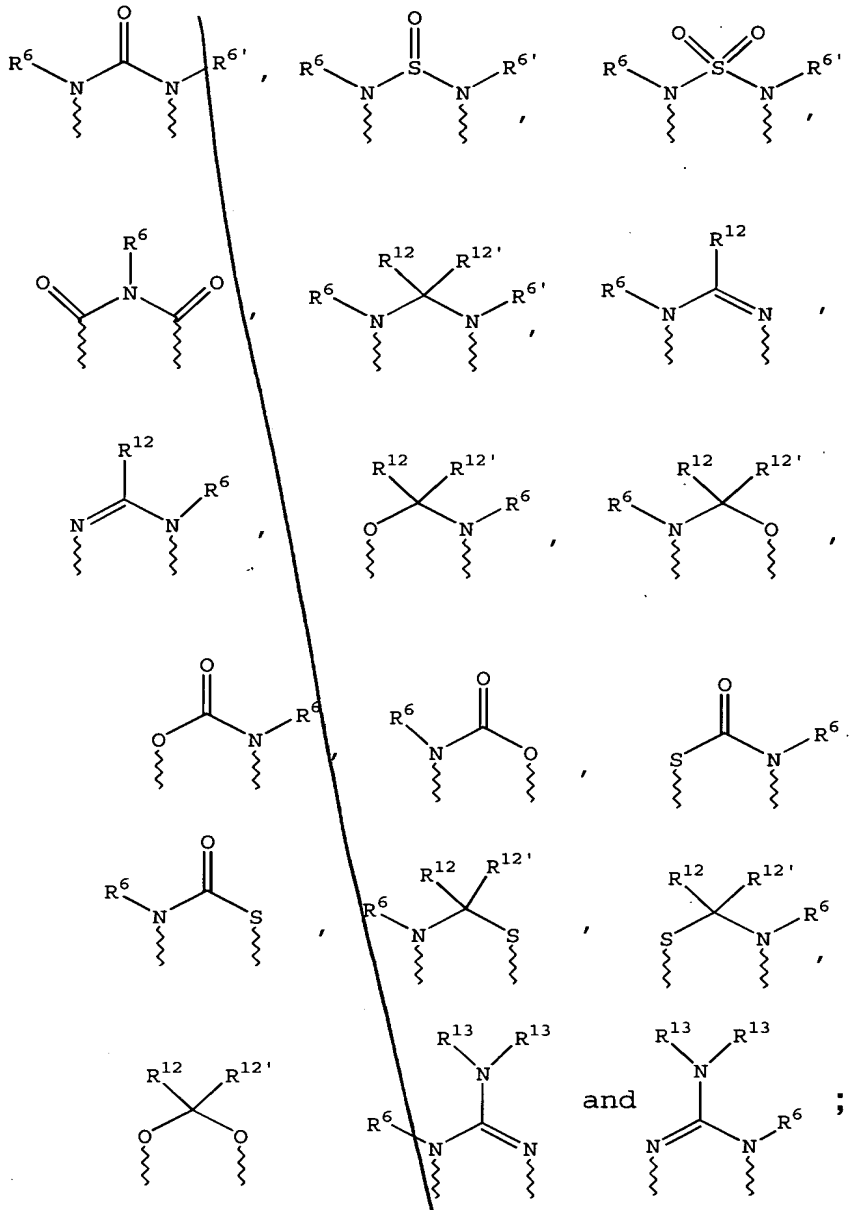
p is zero, 1 or 2;

the sum of m + n + p = 1, 2, 3 or 4;

(a) one of X, Y and Z is selected from the group consisting of C(O), NR^6, O, S, S(O), $S(O)_2$ and $NS(O)_2R^7$, and the remaining two of X, Y and Z are CR^8R^9, and $CR^{10}R^{11}$, or

(b) X and Z or Z and Y together constitute a moiety that is selected from the group consisting of $NR^6C(O)$, $NR^6S(O)$, $NR^6S(O)_2$, NR^6S, NR^6O, SS, NR^6NR^6 and OC(O), with the remaining one of X, Y and Z being CR^8R^9, or

(c) n is zero and X, Y and Z together constitute a moiety selected from the group consisting of



wherein wavy lines are bonds to the atoms of the depicted ring;

R^6 and $R^{6'}$ are independently selected from the group consisting of hydrido, formyl, sulfonic-C_1-C_6-alkyl, C_1-C_6-alkoxycarbonyl-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, C_1-C_6-alkylcarbonyl-C_1-C_6-alkyl, R^8R^9-aminocarbonyl-C_1-C_6-alkyl, C_1-C_6-

alkoxycarbonyl-C_1-C_6-alkylcarbonyl, hydroxycarbonyl-C_1-C_6-alkylcarbonyl, C_1-C_6-alkylcarbonyl-C_1-C_6-alkylcarbonyl, C_1-C_6-alkoxycarbonylcarbonyl, hydroxycarbonylcarbonyl, C_1-C_6-alkylcarbonylcarbonyl, R^8R^9-aminocarbonylcarbonyl, C_1-C_6-alkanoyl, aryl-C_1-C_6-alkyl, aroyl, bis(C_1-C_6-alkoxy-C_1-C_6-alkyl)-C_1-C_6-alkyl, C_1-C_6-alkyl, C_1-C_6-haloalkyl, C_1-C_6-perfluoroalkyl, C_1-C_6-trifluoromethylalkyl, C_1-C_6-perfluoroalkoxy-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, C_3-C_6-cycloalkyl, heteroarycarbonyl, heterocyclocarbonyl, C_3-C_8-heterocycloalkyl, C_3-C_8-heterocycloalkylcarbonyl, aryl, C_5-C_6-heterocyclo, C_5-C_6-heteroaryl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, heteroaryl-C_1-C_6-alkoxy-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, arylsulfonyl, C_1-C_6-alkylsulfonyl, C_5-C_6-heteroarylsulfonyl, carboxy-C_1-C_6-alkyl, C_1-C_4-alkoxycarbonyl-C_1-C_6-alkyl, aminocarbonyl, C_1-C_6-alkyl(R^8N)iminocarbonyl, aryl(R^8N)iminocarbonyl, C_5-C_6-heterocyclo(R^8N)iminocarbonyl, arylthio-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, arylthio-C_3-C_6-alkenyl, C_1-C_4-alkylthio-C_3-C_6-alkenyl, C_5-C_6-heteroaryl-C_1-C_6-alkyl, halo-C_1-C_6-alkanoyl, hydroxy-C_1-C_6-alkanoyl, thiol-C_1-C_6-alkanoyl, C_3-C_6-alkenyl, C_3-C_6-alkynyl, C_1-C_4-alkoxy-C_1-C_4-alkyl, C_1-C_5-alkoxycarbonyl, aryloxycarbonyl, NR^8R^9-(R^8)iminomethyl, NR^8R^9-C_1-C_5-alkylcarbonyl, hydroxy-

C_1-C_5-alkyl, R^8R^9-aminocarbonyl, R^8R^9-aminocarbonyl-C_1-C_6-alkylcarbonyl, hydroxyaminocarbonyl, R^8R^9-aminosulfonyl, R^8R^9-aminosulfon-C_1-C_6-alkyl, R^8R^9-amino-C_1-C_6-alkylsulfonyl and an R^8R^9-amino-C_1-C_6-alkyl group;

R^7 is selected from the group consisting of a arylalkyl, aryl, heteroaryl, heterocyclo, C_1-C_6-alkyl, C_3-C_6-alkynyl, C_3-C_6-alkenyl, C_1-C_6-carboxyalkyl and a C_1-C_6-hydroxyalkyl group;

R^8 and R^9 and R^{10} and R^{11} are independently selected from the group consisting of a hydrido, hydroxy, C_1-C_6-alkyl, C_1-C_6-alkanoyl, aroyl, aryl, ar-C_1-C_6-alkyl, heteroaryl, heteroar-C_1-C_6-alkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl, thiol-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, cycloalkyl, cycloalkyl-C_1-C_6-alkyl, heterocycloalkyl-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, aralkoxy-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkoxy-C_1-C_6-alkyl, hydroxy-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, hydroxycarbonylar-C_1-C_6-alkyl, aminocarbonyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, arylthio-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, the sulfoxide or sulfone of any said thio substituents, perfluoro-C_1-C_6-alkyl, trifluoromethyl-C_1-C_6-alkyl, halo-C_1-C_6-alkyl, alkoxycarbonylamino-C_1-C_6-alkyl and an amino-C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two

radicals independently selected from the group consisting of C_1-C_6-alkyl, ar-C_1-C_6-alkyl, cycloalkyl and C_1-C_6-alkanoyl, or wherein R^8 and R^9 or R^{10} and R^{11} and the carbon to which they are bonded form a carbonyl group, or wherein R^8 and R^9 or R^{10} and R^{11}, or R^8 and R^{10} together with the atoms to which they are bonded form a 5- to 8-membered carbocyclic ring, or a 5- to 8-membered heterocyclic or heteroaryl ring containing one or two heteroatoms that are nitrogen, oxygen, or sulfur, with the proviso that only one of R^8 and R^9 or R^{10} and R^{11} is hydroxy;

R^{12} and $R^{12'}$ are independently selected from the group consisting of a hydrido, C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl, heteroaryl, heteroaralkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl, thiol-C_1-C_6-alkyl, cycloalkyl, cycloalkyl-C_1-C_6-alkyl, heterocycloalkyl-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, amino-C_1-C_6-alkyl, C_1-C_6-alkoxy-C_1-C_6-alkoxy-C_1-C_6-alkyl, hydroxy-C_1-C_6-alkyl, hydroxycarbonyl-C_1-C_6-alkyl, hydroxycarbonylar-C_1-C_6-alkyl, aminocarbonyl-C_1-C_6-alkyl, aryloxy-C_1-C_6-alkyl, heteroaryloxy-C_1-C_6-alkyl, C_1-C_6-alkylthio-C_1-C_6-alkyl, arylthio-C_1-C_6-alkyl, heteroarylthio-C_1-C_6-alkyl, the sulfoxide or sulfone of any said thio substituents, perfluoro-C_1-C_6-alkyl, trifluoromethyl-C_1-C_6-alkyl, halo-C_1-C_6-alkyl, alkoxycarbonylamino-C_1-C_6-alkyl and an amino-C_1-C_6-alkyl group wherein the aminoalkyl nitrogen is (i) unsubstituted or (ii)

substituted with one or two radicals independently selected from the group consisting of C_1-C_6-alkyl, ar-C_1-C_6-alkyl, cycloalkyl and C_1-C_6-alkanoyl;

R^{13} is selected from the group consisting of a hydrido, benzyl, phenyl, C_1-C_6-alkyl, C_2-C_6-alkynyl, C_2-C_6-alkenyl and a C_1-C_6-hydroxyalkyl group; and

R^{20} is (a) -O-R^{21}, wherein R^{21} is selected from the group consisting of a hydrido, C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl group and a pharmaceutically acceptable cation, (b) -NH-O-R^{22}, wherein R^{22} is a selectively removable protecting group such as a 2-tetrahydropyranyl, benzyl, p-methoxybenzyl, carbonyl-C_1-C_6-alkoxy, trisubstituted silyl group, an o-nitrophenyl group, and a peptide synthesis resin, wherein the trisubstituted silyl group is substituted with C_1-C_6-alkyl, aryl, or ar-C_1-C_6-alkyl or a mixture thereof, (c) -NH-O-R^{14}, where R^{14} is hydrido, a pharmaceutically acceptable cation or C(W)R^{25} where W is O or S and R^{25} is selected from the group consisting of an C_1-C_6-alkyl, aryl, C_1-C_6-alkoxy, heteroaryl-C_1-C_6-alkyl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, aryloxy, ar-C_1-C_6-alkoxy, ar-C_1-C_6-alkyl, heteroaryl and amino C_1-C_6-alkyl group wherein the amino C_1-C_6-alkyl nitrogen is (i) unsubstituted or (ii) substituted with one or two substituents independently selected from the group consisting of an C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl, C_3-C_8-cycloalkyl-C_1-C_6-alkyl, ar-C_1-C_6-alkoxycarbonyl, C_1-

C_6-alkoxycarbonyl, and C_1-C_6-alkanoyl radical, or (iii) wherein the amino C_1-C_6-alkyl nitrogen and two substituents attached thereto form a 5- to 8-membered heterocyclo or heteroaryl ring, or (d) $-NR^{26}R^{27}$, where R^{26} and R^{27} are independently selected from the group consisting of a hydrido, C_1-C_6-alkyl, amino C_1-C_6-alkyl, hydroxy C_1-C_6-alkyl, aryl, ar-C_1-C_6-alkyl group, or R^{26} and R^{27} together with the depicted nitrogen atom form a 5- to 8-membered ring containing zero or one additional heteroatom that is oxygen, nitrogen or sulfur.

133. The process according to claim 132 including the further step of recovering said product.

134. The process according to claim 132 wherein R^{20} is $-NH-O-R^{22}$, wherein R^{22} is a selectively removable protecting group.

135. The process according to claim 134 wherein said selectively removable protecting group is selected from the group consisting of a 2-tetrahydropyranyl, benzyl, p-methoxybenzyloxycarbonyl, benzyloxycarbonyl, C_1-C_6-alkoxycarbonyl, C_1-C_6-alkoxy-CH_2- , C_1-C_6-alkoxy-C_1-C_6-alkoxy-CH_2- , an o-nitrophenyl group and a peptide synthesis resin.

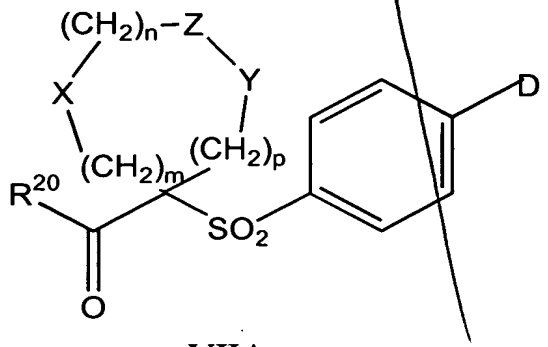
136. The process according to claim 132 wherein said coupling substituent is a nucleophilically displaceable leaving group

137. The process according to claim 132 wherein said nucleophilically displaceable leaving group is selected from the group consisting of a halo, nitro, azido, phenylsulfoxido, aryloxy, C_1-C_6-alkoxy, a C_1-C_6-alkylsulfonate or arylsulfonate group and a trisubstituted ammonium group in which the three substituents are independently aryl, ar-C_1-C_6-alkyl or C_1-C_6-alkyl.

138. The process according to claim 132 wherein g is 2.

139. The process according to claim 132 wherein said R^3 is an aryl or heteroaryl group.

140. The process according to claim 132 wherein said intermediate that corresponds in structure to formula VI corresponds in structure to formula VIIA, below,



VIIA

wherein D is said nucleophilically displaceable leaving group and is selected from the group consisting of a halo, nitro, azido, phenylsulfoxido, aryloxy, C_1-C_6-alkoxy, a C_1-C_6-alkylsulfonate or arylsulfonate group and a trisubstituted ammonium group in which the three substituents are independently aryl, ar-C_1-C_6-alkyl or C_1-C_6-alkyl.

141. The process according to claim 132 including the further step of recovering said product.

142. The process according to claim 132 including the further step of selectively removing said protecting group, R^{22}.

143. The process according to claim 142 wherein said protecting group, R^{22}, is removed after carrying out the further step of recovering said product.

144. The process according to claim 143 wherein said protecting group, R^{22}, is a 2-tetrahydropyranyl group.

145. The process according to claim 133 wherein R^{21} in said product after recovery is hydrido, and including the further step of reacting said product with hydroxyl amine or a hydroxyl amine whose oxygen is reacted with a selectively removable

protecting group selected from the group consisting of a 2-tetrahydropyranyl, C_1-C_6-acyl, aroyl, benzyl, p-methoxybenzyloxycarbonyl, benzyloxycarbonyl, C_1-C_6-alkoxycarbonyl, C_1-C_6-alkoxy-CH_2-, C_1-C_6-alkoxy-C_1-C_6-alkoxy-CH_2-, an o-nitrophenyl group and a peptide synthesis resin to form a hydroxamic acid or protected hydroxamate product.

146. The process according to claim 145 including the further step of recovering the product formed.

add B18